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Counsel to Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**NOTICE OF FIRST MONTHLY STATEMENT OF WHITE & CASE LLP FOR
INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES AS COUNSEL
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE
PERIOD FROM FEBRUARY 10, 2023 THROUGH FEBRUARY 28, 2023**

PLEASE TAKE NOTICE that on the date hereof, White & Case LLP (“White & Case”) filed its *First Monthly Statement of White & Case LLP for Interim Compensation and Reimbursement of Expenses as Counsel for the Official Committee of Unsecured Creditors for the*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these chapter 11 cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

Period From February 10, 2023 Through February 28, 2023 (the “**Monthly Statement**”) with the United States Bankruptcy Court for the Southern District of New York and served it on the Fee Notice Parties. *See Docket No. 101 ¶ 2.A.(a).*

PLEASE TAKE FURTHER NOTICE that responses or objections (an “**Objection**”) to the Monthly Statement, if any, shall: (a) conform to title 11 of the United States Code (the “**Bankruptcy Code**”), the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), all General Orders applicable to chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York, and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 101] (the “**Interim Compensation Procedures**”);² (b) be served via email so as to be actually received by **12:00 p.m. (prevailing Eastern Time) on the date that is 15 days following the service of this Monthly Statement**, by (i) White & Case LLP and (ii) the Fee Notice Parties; and (c) set forth the nature of the Objection and the amount of fees or expenses at issue. *See Docket No. 101 ¶ 2.A.(f).*

PLEASE TAKE FURTHER NOTICE that, in accordance with the Interim Compensation Procedures, if no Objection to the Monthly Statement is served, the Debtors shall promptly pay 80% of the fees and 100% of the expenses identified in the Monthly Statement to White & Case. *See id. ¶ 2.A.(g).*

PLEASE TAKE FURTHER NOTICE that if an Objection to the Monthly Statement is timely served, the Debtors shall withhold payment of only that portion of the Monthly Statement

² Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Interim Compensation Procedures.

to which the Objection is directed and promptly pay 80% of the fees and 100% of the expenses of the unobjected-to remainder. *See id.* ¶ 2.A.(h).

PLEASE TAKE FURTHER NOTICE that copies of the Monthly Statement and other pleadings filed in these chapter 11 cases may be obtained free of charge by visiting the website of Kroll at <https://restructuring.ra.kroll.com/genesis/>. You may also obtain copies of the Monthly Statement and other pleadings filed in these chapter 11 cases by visiting the Court's website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

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Dated: April 20, 2023
New York, New York

Respectfully submitted,

By: /s/ Philip Abelson

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**FIRST MONTHLY STATEMENT OF WHITE & CASE LLP FOR INTERIM
COMPENSATION AND REIMBURSEMENT OF EXPENSES AS COUNSEL FOR THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
FEBRUARY 10, 2023 THROUGH FEBRUARY 28, 2023**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these chapter 11 cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

Name of Applicant:	White & Case LLP (“White & Case”)
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors (the “ Committee ”) of the above-captioned debtors and debtors-in-possession (collectively the “ Debtors ”)
Date of Retention:	April 13, 2023 [Docket No. 222], <i>Effective as of</i> February 10, 2023
Period for Which Interim Compensation and Reimbursement of Expenses Is Sought:	February 10, 2023 – February 28, 2023 (the “ Compensation Period ”)
Total Amount of Interim Compensation Sought as Actual, Reasonable and Necessary (100%):	\$1,431,169.00
Amount of Interim Compensation To Be Paid Under Interim Compensation Procedures (80%):	\$1,144,935.20
Amount of Interim Compensation To Be Held Back Under Interim Compensation Procedures (20%):	\$286,233.80
Amount of Reimbursement of Expenses Sought as Actual and Necessary:	\$427.70
Total Interim Compensation and Reimbursement of Expenses Sought:	\$1,431,596.70
Total Interim Compensation and Reimbursement of Expenses To Be Paid Under Interim Compensation Procedures:	\$1,145,362.90

This is a monthly fee statement.

Pursuant to sections 330 and 331 of the Bankruptcy Code,² Bankruptcy Rule 2016, Local Rule 2016-1, the *Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases*, dated January 29, 2013 (Morris, C.J.) (Administrative Order M-447), and the Interim Compensation Procedures, White & Case, as counsel to the Committee of the Debtors, hereby submits this Monthly Statement for the Compensation Period, and hereby requests that the Debtors promptly pay an aggregate amount of

² Capitalized terms not defined herein shall have the meaning ascribed to such terms in the Notice of Monthly Statement attached hereto.

\$1,144,935.20, consisting of 80% of the \$1,431,169.00 in fees earned and 100% of the \$427.70 in expenses incurred.

Professional Services Rendered and Expense Disbursements Incurred

1. Prior to filing this Monthly Statement, White & Case reviewed its fees generated and hours worked (which totaled 1,568.6 hours and \$1,972,158.50) and expenses incurred (which totaled \$458.42). Following that review, White & Case voluntarily elected to reduce its fees by 450.2 hours and \$540,989.50 (~27.4%) and its expenses by \$30.72 (~6.7%). White & Case will not seek payment for the fees and expenses that it has agreed to voluntarily write off. Therefore, by this Monthly Statement, White & Case requests payment of an aggregate amount of \$1,144,935.20, consisting of 80% of the \$1,431,169.00 in fees earned and 100% of the \$427.70 in expenses incurred.

2. **Exhibit A** sets forth a timekeeper summary that includes: (a) the name, title, year of admission to practice (if applicable), and area of expertise of each individual who provided services during the Compensation Period; (b) the aggregate hours spent by each individual for which compensation is sought by White & Case; (c) the hourly billing rate for each such individual; and (d) the amount of fees for each such individual for which compensation is sought by White & Case. The blended rate for compensation requested in this Monthly Statement is approximately \$1,280 per hour.³

3. **Exhibit B** sets forth a project summary that includes the aggregate hours and fees per project category spent by White & Case timekeepers in rendering services to the Committee during the Compensation Period.

4. **Exhibit C** sets forth the time records for White & Case timekeepers for which

³ The blended rate is calculated by taking the total of fees sought in this Monthly Statement and dividing by the total of hours sought in this Monthly Statement, rounded to the nearest dollar.

compensation is sought by White & Case, setting forth a complete itemization of tasks performed in rendering services to the Committee during the Compensation Period.

5. **Exhibit D** sets forth both a summary of, and detailed entries of: (i) expenses for which White & Case seeks reimbursement; and (ii) expenses of Committee members pursuant to the Interim Compensation Procedures.

6. The following is a brief narrative summary of the services performed by White & Case professionals and paraprofessionals on behalf of the Committee during the Compensation Period, organized by project category:

No.	Category Name	Hours	Fees
	Brief Narrative Summary		
B01	Asset Sales	19.0	\$24,163.00
During the Compensation Period, White & Case negotiated NDAs with various parties, as well as discussions regarding the proposed sales process.			
B02	Automatic Stay Issues	0.0	\$0.00
During the Compensation Period, White & Case did not bill any time to this project category.			
B03	Case Administration	46.1	\$57,373.00
Because of the size and complexity of these chapter 11 cases, daily case administration matters necessarily required substantial services by White & Case during the Compensation Period, particularly during the first few weeks of White & Case's engagement. White & Case professionals and paraprofessionals were involved in the following activities, among others, relating to administration of these chapter 11 cases during the Compensation Period: (i) conference calls with the W&C team to discuss and review on a detailed basis various workstreams, staffing, and upcoming deadlines; (ii) conference calls with the other Committee advisors to discuss and coordinate work product; (iii) attending to external file management, including external data rooms, and preparing and filing papers on the court docket and serving same; and (iv) attending to internal file management, including establishing an internal case calendar, preparing workstream trackers, reviewing relevant critical dates, organizing court filings and transcripts, preparing materials for court hearings, and monitoring work in progress.			

No.	Category Name	Hours	Fees
	Brief Narrative Summary		
B04	Case Strategy	46.4	\$70,390.00
	During the Compensation Period, White & Case professionals devoted substantial time and effort to developing an overall strategy to maximize value for unsecured creditors. White & Case professionals had numerous strategy calls: (i) internally with other White & Case professionals; (ii) with one or more representatives from some or all of the Committee's professionals; and (iii) with one or more representatives from some or all of the Debtors' professionals and the Debtors.		
B05	Cash Management & Intercompany Issues	45.5	\$53,882.00
	During the Compensation Period, White & Case reviewed the Debtors' cash management motion and conferred with the Debtors regarding cash management and intercompany issues. White & Case also prepared and filed a statement, and later a limited objection, on behalf of the Committee with respect to the Debtors' cash management motion [Docket Nos. 88, 91].		
B06	Claims Administration & Objections	13.2	\$13,281.00
	During the Compensation Period, White & Case committed limited time to this project category, primarily related to research of claim priority issues.		
B07	Committee Meetings & Communications	159.3	\$217,634.00
	During the Compensation Period, White & Case spent significant time preparing for and attending meetings of the Committee that occurred on a weekly basis, as well as communicating with the Committee on key developments in the chapter 11 cases. The preparation for Committee meetings included calls and e-mails with the Committee's professionals to prepare for the meetings and the preparation of meeting agendas, slide presentations, and other discussion materials for the Committee members. White & Case professionals also took minutes and notes of the contents of these meetings. In addition, White & Case had many one-off communications with Committee members, particularly with respect to case strategy, case filings, and ongoing developments.		
B08	Corporate, Securities & Regulatory Issues	197.0	\$275,123.00
	During the Compensation Period, White & Case advised the Committee with respect to corporate, securities, and other regulatory law issues as applied to the Debtors and their proposed restructuring. This required extensive research, due diligence, and analysis, as well as discussions with the Debtors' professionals regarding the same, particularly with respect to the Debtors' regulatory compliance.		

No.	Category Name	Hours	Fees
	Brief Narrative Summary		
B09	Crypto Matters, Business Operations & Utilities	37.4	\$44,490.00
	During the Compensation Period, White & Case advised the Committee on various matters related to crypto matters and business operations, primarily with respect to first and second day motions related to the Debtors' business operations.		
B10	Creditor Communications	55.6	\$61,292.00
	During the Compensation Period, White & Case assisted the Committee in communicating with creditors, including engaging Kroll to provide a website for the Committee, as well as other creditor engagement services. White & Case also began preparing FAQs for creditors, as well as a slide deck for same. In addition, White & Case drafted a motion to approve information sharing protocols during the Compensation Period, which was filed on March 1, 2023 [Docket No. 111].		
B11	Exclusivity, Plan & Disclosure Statement	87.8	\$111,686.00
	During the Compensation Period, White & Case expended significant time analyzing the Debtors' proposed chapter 11 plan term sheet, conferring with the Committee's advisors, and advising the Committee regarding same		
B12	Executory Contracts & Unexpired Leases	0.0	\$0.00
	During the Compensation Period, White & Case did not commit any time to this project category.		
B13	GAP Issues	6.8	\$9,227.00
	During the Compensation Period, White & Case committed limited time to this project category.		
B14	Hearings	17.0	\$25,405.00
	During the Compensation Period, White & Case prepared for and attended the second day hearing held on February 22, 2023.		
B15	Investigations	252.5	\$299,825.00
	During the Compensation Period, White & Case prepared information requests and reviewed discovery produced, as well as conduct other due diligence, with respect to various matters within the Committee's purview, including intercompany issues.		

No.	Category Name	Hours	Fees
	Brief Narrative Summary		
B16	Non-working Travel	0.0	\$0.00
During the Compensation Period, White & Case did not bill any time to this project category.			
B17	Professional Retention & Fees – Other	31.5	\$29,779.00
During the Compensation Period, White & Case assisted in the preparation of retention applications for the Committee's financial advisor (Berkeley Research Group, LLC), investment banker (Houlihan Lokey Capital, Inc.), and noticing and information agent (Kroll Restructuring Administration LLC) and responding to inquiries relating to same.			
B18	Professional Retention & Fees – W&C	5.3	\$6,677.00
During the Compensation Period, White & Case committed limited time to this project category, primarily with respect to preliminary preparations for its retention application and well as future preparation of monthly statement and interim applications for fees and expenses.			
B19	Reports, Schedules & Statement	6.8	\$7,907.00
During the Compensation Period, White & Case committed limited time to this project category.			
B20	Taxes	90.9	\$122,642.00
During the Compensation Period, White & Case analyzed the tax considerations of the Debtors' proposed term sheet and other potential transactions.			
B21	US Trustee Issues	0.3	\$393.00
During the Compensation Period, White & Case committed minimal time to this project category.			

Reservation of Rights

7. Although White & Case has made every effort to include all fees earned and expenses incurred during the Compensation Period, some fees and expenses might not be included in this Monthly Statement due to delays caused by accounting and processing during the Compensation Period. White & Case reserves the right to seek payment of such fees and expenses

not included herein.

Notice

8. White & Case will provide notice of this Monthly Statement to the Fee Notice Parties [*see* Docket No. 101 ¶ 2.A.(a)] in accordance with the Interim Compensation Procedures.

Dated: April 20, 2023
New York, New York

Respectfully submitted,

By: /s/ Philip Abelson

WHITE & CASE LLP

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*Counsel to Official
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Exhibit A

Timekeeper Summary

Name	Title	Year Admitted	Areas of Expertise	Hours	Rate	Amount
Abelson, Philip	Partner	2000	Financial Restructuring & Insolvency (FRI) Practice	85.4	\$1,590.00	\$135,786.00
Amrein, Steven	Associate	2021	Capital Markets Practice	4.9	\$830.00	\$4,067.00
Beil, Ryan	Associate	2021	Financial Restructuring & Insolvency (FRI) Practice	26.0	\$960.00	\$24,960.00
Bennett, Rob	Partner	2004	Financial Restructuring & Insolvency (FRI) Practice	7.8	\$1,590.00	\$12,402.00
Cieply, Adam	Partner	2010	M&A - Corporate Practice	8.5	\$1,460.00	\$12,410.00
Clausen, Neil	Associate	2016	Tax Practice	30.1	\$1,180.00	\$35,518.00
Cohen, Joel	Partner	1989	White Collar Practice	10.7	\$1,750.00	\$18,725.00
Cuccinello, Glen	Counsel	1985	Bank Advisory Practice	8.9	\$1,310.00	\$11,659.00
Deol, Sunaina	Associate	2019	Financial Restructuring & Insolvency (FRI) Practice	1.0	\$1,060.00	\$1,060.00
Diamond, Colin	Partner	2000	Securities Practice	26.7	\$1,950.00	\$52,065.00
Dreier, David	Partner	1995	Tax Practice	15.0	\$1,950.00	\$29,250.00
Eliaszadeh, Chante	Associate	2021	Bank Advisory Practice	16.3	\$960.00	\$15,648.00
Femino, Laura	Associate	2014	Financial Restructuring & Insolvency (FRI) Practice	3.2	\$1,240.00	\$3,968.00
Forjuoh, Sheila	Associate	2013	Securities Practice	6.9	\$1,020.00	\$7,038.00
Fryman, Scott	Partner	2015	Tax Practice	16.3	\$1,460.00	\$23,798.00
Gal, Elodie	Partner	2007	Securities Practice	1.5	\$1,370.00	\$2,055.00
Haqqani, Mira	Associate	2022	Financial Restructuring & Insolvency (FRI) Practice	7.9	\$740.00	\$5,846.00
Har-El, Ilan	Associate	2020	Tax Practice	18.9	\$1,020.00	\$19,278.00
Hershman, Scott	Partner	1984	White Collar Practice	5.5	\$1,590.00	\$8,745.00
Hirshorn, Deanna	Legal Assistant	N/A	Financial Restructuring & Insolvency (FRI) Practice	8.4	\$380.00	\$3,192.00
Kaul, Sequoia	Associate	2018	Commercial Litigation Practice	44.4	\$1,060.00	\$47,064.00
Klitzman, Chad	Associate	2019	Securities Practice	15.1	\$1,060.00	\$16,006.00
Kuethman, Kathryn	Associate	2021	Commercial Litigation Practice	20.5	\$960.00	\$19,680.00
Landy, Douglas	Partner	1994	Bank Advisory Practice	25.9	\$1,840.00	\$47,656.00
Lingle, Barrett	Associate	2020	Financial Restructuring & Insolvency (FRI) Practice	31.6	\$1,020.00	\$32,232.00
Ludovici, Stephen	Associate	2014	Financial Restructuring & Insolvency (FRI) Practice	12.1	\$1,240.00	\$15,004.00
Lundy, Lauren	Associate	2020	Financial Restructuring & Insolvency (FRI) Practice	34.5	\$1,020.00	\$35,190.00
Ma, Jaime	Associate	2018	M&A - Corporate Practice	21.6	\$1,140.00	\$24,624.00
Mann, Laura Katherine	Partner	2012	Securities Practice	29.8	\$1,370.00	\$40,826.00

Name	Title	Year Admitted	Areas of Expertise	Hours	Rate	Amount
Meises, Michele	Counsel	1992	Financial Restructuring & Insolvency (FRI) Practice	92.4	\$1,310.00	\$121,044.00
Mitra, Anais	Associate	2022	Financial Restructuring & Insolvency (FRI) Practice	17.3	\$740.00	\$12,802.00
Murphy, Eliot	Associate	N/A	Pool Associates - Corporate	13.4	\$740.00	\$9,916.00
Parra Criste, Amanda	Associate	2015	Financial Restructuring & Insolvency (FRI) Practice	69.1	\$1,220.00	\$84,302.00
Perez, Michelle	Associate	2021	Financial Restructuring & Insolvency (FRI) Practice	17.8	\$960.00	\$17,088.00
Pesce, Gregory	Partner	2011	Financial Restructuring & Insolvency (FRI) Practice	36.6	\$1,460.00	\$53,436.00
Ramirez, Grace	Associate	2021	Commercial Litigation Practice	17.3	\$960.00	\$16,608.00
Robertson Druehl, Claudette	Counsel	1998	Securities Practice	2.8	\$1,460.00	\$4,088.00
Rogan, Reed	Associate	2021	Financial Restructuring & Insolvency (FRI) Practice	4.2	\$960.00	\$4,032.00
Shore, Christopher	Partner	1992	Commercial Litigation Practice	51.6	\$2,100.00	\$108,360.00
Silverman, Allison	Legal Assistant	N/A	M&A - Corporate Practice	1.6	\$380.00	\$608.00
Skipper, Arianna	Associate	2022	White Collar Practice	19.0	\$830.00	\$15,770.00
Smith, Erin	Associate	2014	Commercial Litigation Practice	20.8	\$1,270.00	\$26,416.00
Smith, Jacquie	Associate	2018	M&A - Corporate Practice	10.4	\$1,020.00	\$10,608.00
Smith, Trudy	Associate	2016	Financial Restructuring & Insolvency (FRI) Practice	37.1	\$1,180.00	\$43,778.00
Stark, Tami	Partner	1999	White Collar Practice	13.1	\$1,370.00	\$17,947.00
Strom, Peter	Associate	2021	Financial Restructuring & Insolvency (FRI) Practice	23.0	\$960.00	\$22,080.00
Sutherland, Gabe	Associate	N/A	Financial Restructuring & Insolvency (FRI) Practice	5.6	\$740.00	\$4,144.00
Teng, Leslie	Associate	2019	M&A - Corporate Practice	9.8	\$1,060.00	\$10,388.00
Vallabhaneni, Prat	Partner	2009	M&A - Corporate Practice	19.8	\$1,370.00	\$27,126.00
West, Colin	Partner	2008	Commercial Litigation Practice	67.5	\$1,370.00	\$92,475.00
Yoo, Jade	Associate	2020	Commercial Litigation Practice	18.3	\$1,020.00	\$18,666.00
Zhang, Shirley	Associate	2022	M&A - Private Equity Practice	4.5	\$830.00	\$3,735.00
Grand Total				1,118.4		\$1,431,169.00

Exhibit B

Project Summary

Cat. No.	Project Category Description	Total Hours	Total Fees
B01	Asset Sales	19.0	\$24,163.00
B02	Automatic Stay Issues	0.0	\$0.00
B03	Case Administration	46.1	\$57,373.00
B04	Case Strategy	46.4	\$70,390.00
B05	Cash Management & Intercompany Issues	45.5	\$53,882.00
B06	Claims Administration & Objections	13.2	\$13,281.00
B07	Committee Meetings & Communications	159.3	\$217,634.00
B08	Corporate, Securities & Regulatory issues	197.0	\$275,123.00
B09	Crypto Matters, Business Operations, & Utilities	37.4	\$44,490.00
B10	Creditor Communications	55.6	\$61,292.00
B11	Exclusivity, Plan & Disclosure Statement	87.8	\$111,686.00
B12	Executory Contracts & Unexpired Leases	0.0	\$0.00
B13	GAP Issues	6.8	\$9,227.00
B14	Hearings	17.0	\$25,405.00
B15	Investigations	252.5	\$299,825.00
B16	Non-working Travel	0.0	\$0.00
B17	Professional Retention & Fees – Other	31.5	\$29,779.00
B18	Professional Retention & Fees – W&C	5.3	\$6,677.00
B19	Reports, Schedules & Statements	6.8	\$7,907.00
B20	Taxes	90.9	\$122,642.00
B21	US Trustee Issues	0.3	\$393.00
Grand Total		1,118.4	\$1,431,169.00

Exhibit C

Time Records

Official Committee of Unsecured Creditors of Genesis Holding
RE: Bankruptcy Advice

OUR REF: 1902175-0002

For professional services for the period ending 28 February 2023

DATE	DESCRIPTION	TIMEKEEPER	HOURS
Asset Sales			
14 February 2023	Emails re: NDA.	J Shore	0.20
14 February 2023	Review email correspondence re: NDA.	P Abelson	0.10
14 February 2023	Negotiate NDA with counterparty.	A Cieply	1.30
14 February 2023	Draft W&C comments to NDA.	J Ma	3.10
15 February 2023	Revise NDA.	A Cieply	0.90
16 February 2023	Initiate call with HL (0.5); negotiate NDA (1.1).	A Cieply	1.60
16 February 2023	Review and revise W&C comments to NDA (2.2); call with Debtors' counsel re: NDA (0.5).	J Ma	2.70
17 February 2023	Review revised draft NDA.	P Abelson	0.10
17 February 2023	Negotiate NDAs.	A Cieply	0.70
18 February 2023	Review and reply to email correspondence re: NDA.	P Abelson	0.30
19 February 2023	Confer with J. Ma re: NDAs.	A Parra Criste	0.20
19 February 2023	Review and comment on NDA (2.1); correspond with G. Pesce, A. Cieply, and P. Abelson re: comments to NDA (0.2).	J Ma	2.30
20 February 2023	Confer with G. Pesce, A. Cieply, and J. Ma re: NDAs.	M Meises	0.30
20 February 2023	Correspond with J. VanLare re: NDA.	J Ma	0.20
23 February 2023	Conference with A. Cieply re: sale issues.	P Abelson	0.20
23 February 2023	Revise NDAs.	A Cieply	0.30
23 February 2023	Call to R. Berkovich re: NDA (0.1); confer with A. Cieply re: same (0.1).	M Meises	0.20
23 February 2023	Review comments to NDA.	J Ma	0.80
24 February 2023	Correspondence with W&C team re: status.	A Cieply	0.30
25 February 2023	Correspond with F. Siddiqui (Weil) re: NDA (0.5); review and comment on NDA (0.4); correspond with G. Pesce re: revised NDA (0.1).	J Ma	1.00
25 February 2023	Correspond with colleagues and revise NDA.	S Zhang	0.30

Official Committee of Unsecured Creditors of Genesis Holding
RE: Bankruptcy Advice

OUR REF: 1902175-0002

DATE	DESCRIPTION	TIMEKEEPER	HOURS
27 February 2023	Finalize NDA documents.	J Ma	0.70
28 February 2023	Emails with W&C core team re: nondisclosure agreement.	J Shore	0.30
28 February 2023	Emails with BRG and HL and J. Ma re: NDAs.	M Meises	0.40
28 February 2023	Finalize NDA documents.	J Ma	0.50
SUBTOTAL: Asset Sales			19.00

Case Administration

14 February 2023	Conference with D. Turetsky re: status update (0.6); conference with G. Pesce re: strategy (0.6); conference with W&C team re: status update and task list (0.9).	P Abelson	2.10
14 February 2023	Prepare internal work in progress report.	M Meises	2.30
14 February 2023	Confer with G. Pesce and P. Abelson re: work in progress tracker/strategy items.	A Parra Criste	0.50
15 February 2023	Confer with W&C debt finance team re: Genesis Committee representation.	D Landy	1.00
16 February 2023	Emails with W&C team re: communications planning and work stream tracker (1.0); staffing calls and emails (1.0).	J Shore	2.00
16 February 2023	Correspond with S. White (HL) re: discussion materials (1.1); review preliminary workstream tracker (0.3).	J Ma	1.40
17 February 2023	Prepare work in progress report (0.3); confer with M. Haqqani re: work in progress report (0.3); prepare case calendar (2.1); revise tracking chart for P. Abelson (0.1); revise workstream tracker for Committee (0.6); confer with W&C team re: reservation of rights (0.3); revise and finalize reservation of rights (0.5); email to Committee re: same (0.1).	M Meises	4.30
17 February 2023	Prepare workflow allocation chart for P. Abelson (0.2); review and comment on external work tracker for W&C (0.4).	A Parra Criste	0.60
17 February 2023	Conference call with W&C core team and Cleary re: second day orders.	B Lingle	0.80
17 February 2023	Create work in progress report for M. Meises (2.4); handle miscellaneous follow up re: same (0.2); update internal case calendar for M. Meises (1.7).	M Haqqani	4.30
18 February 2023	Revise case calendar (1.8); prepare work in progress report (1.6); revise workstream tracker for Committee (0.7).	M Meises	4.10
19 February 2023	Review internal case calendar.	P Abelson	0.10
19 February 2023	Due diligence and analysis of open issues with deal structure (0.5); edit workstream tracker for allocation of roles and responsibilities (0.4).	P Vallabhaneni	0.90

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
19 February 2023	Update case calendar (0.3); confer with M. Haqqani re: same (0.1); revise case calendar (0.1); prepare work in progress report (1.1).	M Meises	1.60
19 February 2023	Review work in progress tracker items.	A Parra Criste	0.50
20 February 2023	Prepare work in progress tracker (0.4); confer with T. Smith and B. Lingle re: workstreams (0.4); draft and respond to emails re: work in progress tracker items (0.5); correspond with W&C core team re: case open items (0.4).	A Parra Criste	1.70
20 February 2023	Update work flow tracker.	C Eliaszadeh	0.80
21 February 2023	Conference with M. Meises, G. Pesce, and A. Parra Criste re: task list (0.5); review workstreams tracker (0.2).	P Abelson	0.70
21 February 2023	Revise legal workstream tracker for Committee (0.4); update case calendar (0.1); update internal work in progress report (0.1).	M Meises	0.60
21 February 2023	Correspond with G. Pesce, M. Meises and C. West re: workstreams.	S Ludovici	0.10
21 February 2023	Prepare notice of appearance for C. West (0.2); update case calendar (0.3); coordinate with managing clerks re: upcoming filing (0.1); monitor Cash Cloud docket for recent activity (0.1); circulate Cash Cloud docket update with corresponding pleadings to team (0.2).	D Hirshorn	0.90
22 February 2023	Revise case calendar (1.1); revise internal work in progress report (1.1).	M Meises	2.20
22 February 2023	Telephone conference with P. Abelson, M. Meises, B. Lingle, and L. Lundy re: work in process.	T Smith	0.40
22 February 2023	Conference call with P. Abelson and W&C core team re: work in process.	B Lingle	0.60
23 February 2023	Review revised internal case calendar.	P Abelson	0.10
23 February 2023	Update case calendar (1.1); revise internal work in progress report (1.2).	M Meises	2.30
24 February 2023	Conference with W&C team re: task list.	P Abelson	0.50
24 February 2023	Revise internal work in progress report (1.2); update case calendar (1.4).	M Meises	2.60
24 February 2023	Update work flow tracker.	C Eliaszadeh	0.20
24 February 2023	Draft certificate of service for recent filing (0.7); finalize and file certificate of service (0.2); update pleadings file (0.2); update case calendar (0.1); review Cash Cloud docket for recent filing (0.1); circulate docket with recent filings to W&C Genesis core team and M. Perez (0.3).	D Hirshorn	1.60
25 February 2023	Emails re: scheduling and work in progress tracking.	J Shore	0.10

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
25 February 2023	Review updated workstreams tracker.	P Abelson	0.20
27 February 2023	Conference with W&C team re: task list.	P Abelson	0.30
27 February 2023	Revise case calendar (0.4); revise internal work in progress report (0.8).	M Meises	1.20
27 February 2023	Prepare NDA and data room access list (0.5); call with HL to discuss tracker (0.2); review and comment on HL tracker (0.4); review and analyze emergent docket filings (0.3); confer with P. Abelson re: same (0.2); prepare work in progress tracker for strategy call with W&C core team (0.2).	A Parra Criste	1.80
27 February 2023	Review Cash Cloud docket for recent docket activity and circulate docket update.	D Hirshorn	0.10
28 February 2023	Revise internal work in progress report.	M Meises	0.60
SUBTOTAL: Case Administration			46.10

Case Strategy

14 February 2023	Calls with W&C team re: next steps.	J Shore	0.20
14 February 2023	Call with G. Pesce and P. Abelson re: strategy.	M Meises	0.50
14 February 2023	Call with G. Pesce, P. Abelson and M. Meises re: strategy discussion (1.0); debrief call to discuss action items with M. Meises (0.5).	A Parra Criste	1.50
15 February 2023	Call with HL and BRG re: case issues (1.4); call with W&C team re: task list (0.5); conference with S. O'Neal (Cleary) re: status update (0.3); conference with G. Pesce re: task list (0.5); conference with A. Parra Criste re: same (0.2).	P Abelson	2.90
15 February 2023	Confer with G. Pesce, P. Abelson, and A. Parra Criste re: outstanding assignments (0.3); prepare task list of immediate action items (0.9); revise list of major workstreams for Committee (1.0); confer with G. Pesce, P. Abelson, and A. Parra Criste re: same (0.1).	M Meises	2.30
15 February 2023	Confer with W&C core team re: case administration open items (1.0); call with G. Pesce re: work plan (0.3); call with W&C core team re: work plan (0.4); attend work plan call with BRG and HL team (0.3); prepare W&C workstream list (0.4).	A Parra Criste	2.40
16 February 2023	Call with Cleary re: open items.	J Shore	0.70
16 February 2023	Review HL presentation re: background (1.1); conference with G. Pesce re: status update (0.3); conference with D. Turetsky re: same (0.6).	P Abelson	2.00
16 February 2023	Finalize work plan list for call, send to G. Pesce and incorporate comments.	A Parra Criste	0.50

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
17 February 2023	Call with Gemini re: introductions (0.5); review and revise reservation of rights (1.0); call with counsel to Ad Hoc Group re: open items (1.0).	J Shore	2.50
17 February 2023	Conference with Proskauer and HL re: status update (0.9); conference with G. Pesce re: update (0.2).	P Abelson	1.10
17 February 2023	Revise first day orders (0.4); correspond with Cleary re: same (0.4); revise reservation of rights (0.6); correspond with Committee re: same (0.3); teleconference with A. Criste and P. Abelson re: same (0.3).	G Pesce	2.00
17 February 2023	Call with Proskauer re: case status.	M Meises	0.80
17 February 2023	Call with B. Lingle and T. Smith re: coordination of work in progress tracker items.	A Parra Criste	0.20
17 February 2023	Incorporate Cleary and W&C edits to first and second day orders in advance of call with Cleary (1.8); attend call with Cleary and take notes re: agreed changes and outstanding matters (0.8); summarize notes and internal correspondence with L. Lundy and T. Smith re: same (0.3).	R Beil	2.90
18 February 2023	Conference with HL and BRG re: next steps.	G Pesce	0.60
19 February 2023	Review email correspondence re: status update.	P Abelson	0.10
19 February 2023	Email P. Abelson re: status of workstreams.	M Meises	0.20
20 February 2023	Conference with G. Pesce re: status update.	P Abelson	0.10
20 February 2023	Call with G. Pesce and P. Abelson re: outstanding tasks.	M Meises	0.50
21 February 2023	Call with Cleary re: open items (0.5); calls with W&C core team re: strategy (0.6); call with ad hoc group re: open items (0.5).	J Shore	1.60
21 February 2023	Weekly update call with Debtors' advisors and Committee's advisors.	P Abelson	0.80
21 February 2023	Confer with G. Pesce re: case status (0.1); call with G. Pesce and P. Abelson re: strategy (0.5).	M Meises	0.60
21 February 2023	Call with G. Pesce, M. Meises, and P. Abelson re: case open items (0.5); call with Debtors' advisors re: Committee open items (1.0).	A Parra Criste	1.50
22 February 2023	Calls with W&C core team re: ad hoc group open issues.	J Shore	0.20
22 February 2023	Conference with G. Pesce, C. Shore, and C. West re: strategy (0.5); conference with W&C team re: case strategy (0.6); conference with G. Pesce re: strategy (0.2).	P Abelson	1.30
23 February 2023	Conference with Committee advisors re: strategy (0.7); multiple conferences with G. Pesce re: strategy (1.1); conference with W&C team re: task list (0.4); conference with S. O'Neal (Cleary) re: update (0.2); conference with A. Parra Criste re: case strategy	P Abelson	2.70

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	(0.3).		
23 February 2023	Call with G. Pesce, P. Abelson, and A. Parra Criste re: strategy (0.5); call with HL and BRG re: strategy (0.7).	M Meises	1.20
23 February 2023	Attend call with Committee Advisor (0.5); attend re-grouping call with P. Abelson, G. Pesce, and M. Meises (0.5).	A Parra Criste	1.00
24 February 2023	Call with W&C team re: term sheet and meeting preparation.	J Shore	0.90
24 February 2023	Confer with P. Abelson and A. Criste re: next steps.	G Pesce	0.40
24 February 2023	Prepare for call with G. Pesce re: strategy (0.1); attend call with G. Pesce and P. Abelson re: strategy (0.4).	M Meises	0.50
24 February 2023	Call with P. Abelson, G. Pesce, and M. Meises re: case open items and plan for Thursday meeting.	A Parra Criste	0.50
25 February 2023	Confer with P. Abelson re: next steps and open issues (0.4); review materials re: same (0.3).	G Pesce	0.70
26 February 2023	Review materials re: internal W&C call re: strategy (1.1); confer with P. Abelson (W&C) and G. Pesce (W&C) re: productions and strategy (0.1); emails to W&C core team re: case updates (0.2).	J Shore	1.40
26 February 2023	Conference with C. Shore and G. Pesce re: strategy (0.1); conference with D. Turetsky re: case strategy (0.4).	P Abelson	0.50
26 February 2023	Correspond with P. Abelson re: next steps and open issues.	G Pesce	0.70
27 February 2023	Prepare for call with Committee members re: open items (0.5); call with Gemini counsel re: open items (0.5).	J Shore	1.00
27 February 2023	Conference with BRG and HL re: strategy (0.6); conference with M. Meises and A. Parra Criste re: same (0.3).	P Abelson	0.90
27 February 2023	Attend strategy call with G. Pesce and P. Abelson (0.7); strategy call with HL and BRG (0.6).	M Meises	1.30
28 February 2023	Emails with W&C core team re: Thursday meeting.	J Shore	0.20
28 February 2023	Conference with G. Pesce re: strategy (0.2); conference with W&C team re: task list (0.4); conference with Committee and Debtors advisors re: weekly call (0.5); conference with M. Renzi re: same (0.1).	P Abelson	1.20
28 February 2023	Strategy call with G. Pesce and P. Abelson (0.4); weekly call with Debtors' advisors re: case status (0.5).	M Meises	0.90
28 February 2023	Call with P. Abelson and M. Meises re: strategy issues.	A Parra Criste	0.40
SUBTOTAL: Case Strategy			46.40

Cash Management & Intercompany Issues

Official Committee of Unsecured Creditors of Genesis Holding
RE: Bankruptcy Advice

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
14 February 2023	Review first day orders (1.0); confer with S. Ludovici re: same (0.2); confer with L. Lundy and BRG team re: first day relief (0.3).	A Parra Criste	1.50
15 February 2023	Conference with BRG and HL re: intercompany claims.	P Abelson	0.50
15 February 2023	Review first day order markups (0.5); attend call to discuss intercompany transfers (1.0); confer with L. Lundy re: first day orders (0.3).	A Parra Criste	1.80
15 February 2023	Review and comment on proposed cash management order (2.4); review materials re: same (1.4); correspond with W&C team re: same (0.8).	L Lundy	4.60
16 February 2023	Revise proposed cash management second interim order (0.3); email BRG re: cash management order (0.1); incorporate edits from BRG to cash management order (0.2); confer with core W&C team re: further edits and redlines for final proposed orders (0.2).	A Parra Criste	0.80
16 February 2023	Analyze current proposed cash management order re: potential revisions to cash management order (0.3); review BlockFi, Celsius, Voyager, and FTX cash management orders re: same (1.0); draft summary of relevant provisions from BlockFi, Celsius, Voyager and FTX cash management orders re: same (0.4); implement W&C edits re: same (0.2).	R Beil	1.90
17 February 2023	Conference with BRG and HL re: intercompany claims.	P Abelson	0.50
17 February 2023	Revise first day orders to incorporate comments from Norton Rose (1.0); review first day order redlines with R. Beil and transmit markups to Debtors' counsel (0.3); call with R. Beil and L. Lundy to discuss cash management (0.5); call with Debtors' counsel re: first day order mark ups (1.0); confer with L. Lundy re: preparation of reservation of rights re: cash management and incorporate revisions reservation of rights (1.0).	A Parra Criste	3.80
18 February 2023	Review cash management order (0.4); revise case management order for Committee edits (0.4).	G Pesce	0.80
18 February 2023	Confer with G. Pesce and L. Lundy re: cash management.	M Meises	0.20
19 February 2023	Confer with G. Pesce re: cash management.	M Meises	0.20
19 February 2023	Review and confer with L. Lundy re: first day orders (0.4); confer with W&C core team re: cash management (0.4).	A Parra Criste	0.80
19 February 2023	Review revised cash management order (0.6); correspond with W&C and BRG teams re: same (0.4); correspond with R. Beil re: draft objection (0.2); review and revise re: same (1.9).	L Lundy	3.10
19 February 2023	Draft limited objection re: cash management motion.	R Beil	2.10
20 February 2023	Review revised cash management order (0.4); review cash management limited objection (0.2).	P Abelson	0.60
20 February 2023	Revise cash management order (0.6); revise cash management objection for filing (0.9); correspond with Cleary re: cash	G Pesce	2.20

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	management issues (0.4); conference with M. Rezni (BRG) re: intercompany issues (0.3).		
20 February 2023	Revise and finalize for filing objection to cash management interim order (1.9); confer with G. Pesce and L. Lundy re: same (0.1); email to Committee re: same (0.1).	M Meises	2.10
20 February 2023	Review cash management objection (0.7); confer with L. Lundy re: cash management communications (0.5).	A Parra Criste	1.20
20 February 2023	Revise cash management objection (1.6); correspond with W&C team re: same (0.5); coordinate filing of same (0.5); revise cash management markup (2.1); correspond with W&C team re: same (0.6); correspond with BRG team re: same (0.4).	L Lundy	5.70
20 February 2023	Review revised limited objection to cash management motion (0.3); revise citations re: same (0.3).	R Beil	0.60
20 February 2023	Finalize and file Committee's limited objection to Debtors' Cash Management Motion (0.2); electronically serve objection (0.1).	D Hirshorn	0.30
21 February 2023	Review email correspondence re: cash management issues.	P Abelson	0.10
21 February 2023	Revise cash management order (0.8); conference with J. VanLare (Cleary) re: same (0.2); confer with BRG re: same (0.6).	G Pesce	1.60
21 February 2023	Confer with L. Lundy re: cash management.	M Meises	0.10
21 February 2023	Email to L. Lundy and BRG re: first and second day orders (0.5); review revised cash management order (0.3).	A Parra Criste	0.80
21 February 2023	Telephone conference with W&C team re: revised cash management order.	T Smith	0.30
21 February 2023	Telephone conference with W&C team re: public trust issues (0.4); revise cash management order markup (0.6); correspond with W&C team re: same (0.1); correspond with Cleary team re: revised orders (0.6).	L Lundy	1.70
22 February 2023	Revise cash management order (0.4); analyze intercompany issues (0.4).	G Pesce	0.80
23 February 2023	Analyze issues re: intercompany diligence (0.6); correspond with BRG re: same (0.3).	G Pesce	0.90
23 February 2023	Review materials re: intercompany transactions.	C West	1.00
24 February 2023	Review of materials re: loan items.	C West	1.10
28 February 2023	Confer with G. Pesce re: Digital Currency Group loans (0.1); research re: same (0.5); confer with M. Perez re: same (0.1); review cash management order (0.5); email Committee re: same (0.1); confer with P. Abelson and A. Parra Criste re: same (0.2); confer with A. Parra Criste re: same (0.3).	M Meises	1.80
SUBTOTAL: Cash Management & Intercompany Issues			45.50

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
Claims Administration & Objections			
17 February 2023	Conference with M. Renzi re: claims.	P Abelson	0.30
20 February 2023	Review and respond to email correspondence re: set off.	P Abelson	0.10
22 February 2023	Review letter re: claims issues.	P Abelson	0.20
23 February 2023	Conference with M. Meises re: claims issues.	P Abelson	0.20
23 February 2023	Call with P. Abelson re: claim research (0.1); email to P. Strom re: same (0.2).	M Meises	0.30
23 February 2023	Call with M. Meises re: research on claim priority issues (0.1); research re: claim priority issues (1.2); review SEC complaint filed against Genesis re: research (0.8).	P Strom	2.10
24 February 2023	Research re: claim priority issues (1.8); draft summary of claim priority research (1.9); call with M. Meises re: same (0.1).	P Strom	3.80
27 February 2023	Legal research re: claim priority issues (2.4); draft summary of legal research re: claim priority issues (0.9); review and revise same (0.3).	P Strom	3.60
28 February 2023	Confer with T. Smith re: claims priority research (0.2); conduct further research re: same (1.1); review and revise summary of research re: same (1.3).	P Strom	2.60
SUBTOTAL: Claims Administration & Objections			13.20
Committee Meetings & Communications			
14 February 2023	Review and revise materials for Committee meeting (1.0); attend Committee meeting (3.6); review materials re: financial advisor pitches to be presented at next Committee meeting (0.2); call with Committee members re: open items (0.2).	J Shore	5.00
14 February 2023	Attend Committee Weekly Call (3.5); confer with W&C team and Committee members re: Committee meeting (0.3); review email correspondence re: Committee issues (0.2); review revised Committee bylaws (0.2).	P Abelson	4.20
14 February 2023	Review materials for initial Committee meeting (1.0); meet with Committee (3.6).	C West	4.60
14 February 2023	Attend Committee meeting (3.0); revise Committee bylaws (0.5); confer with C. West re: deck for weekly Committee meeting (0.1).	M Meises	3.60
14 February 2023	Attend Committee kick off meeting.	A Parra Criste	1.50
14 February 2023	Attend and draft meeting minutes of Committee meeting re: weekly updates to Committee members.	A Mitra	3.20
15 February 2023	Call with Committee members re: open items.	J Shore	0.30

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
15 February 2023	Review email correspondence re: Committee issues (0.5); conference with SOF International re: case issues (0.8).	P Abelson	1.30
15 February 2023	Revise Committee bylaws (1.0); confer with G. Pesce re: revisions to Committee bylaws (0.1).	M Meises	1.10
15 February 2023	Call with Committee advisor.	A Parra Criste	1.00
16 February 2023	Call with Committee members re: open items.	J Shore	0.30
16 February 2023	Conference with Bitvavo re: case issues.	P Abelson	0.50
16 February 2023	Prepare for call with Committee (0.3); call with Committee re: workstreams (0.7); prepare workstream tracker for Committee (5.9); revise Committee bylaws (0.7).	M Meises	7.60
16 February 2023	Call with Committee chair to discuss work plan.	A Parra Criste	1.00
16 February 2023	Meet with Committee re: communications.	C Eliaszadeh	0.70
17 February 2023	Call with Committee members re: open items.	J Shore	0.30
17 February 2023	Conference with R. Weston re: Committee issues.	P Abelson	0.30
17 February 2023	Revise Committee bylaws (0.5); review table of issues for deck for Committee meeting (0.3); review agenda for Committee meeting (0.4).	M Meises	1.20
17 February 2023	Draft Committee deck outline for P. Abelson and G. Pesce review.	A Parra Criste	0.50
17 February 2023	Correspondence and telephone conference with B. Lingle and A. Parra Criste re: work in process and Committee meeting presentation (0.4); revise Committee meeting presentation outline re: comments received (0.6); correspondence and telephone conference with BRG re: same (0.2); draft presentation re: same (1.1).	T Smith	2.30
17 February 2023	Conference call with A. Parra Criste and T. Smith re: Committee deck (0.4); correspond with T. Smith re: same (0.3).	B Lingle	0.70
18 February 2023	Revise materials re: weekly Committee meeting, including term sheet initial analysis (1.2); correspond with A. Criste re: same (0.4); correspond with W&C core team re: development of materials for meeting (0.6).	G Pesce	2.20
18 February 2023	Revise Committee meeting minutes.	M Meises	0.20
18 February 2023	Draft presentation for Committee meeting and correspond with W&C team re: various parts of same.	T Smith	1.60
19 February 2023	Revise materials re: weekly Committee meeting, including term sheet initial analysis (1.2); correspond with A. Criste re: same (0.4).	G Pesce	1.60
19 February 2023	Review of work-tracker for Committee and revise same.	C West	1.40

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
19 February 2023	Review Committee meeting minutes (0.1); preparation of deck for Committee meeting (0.3).	M Meises	0.40
19 February 2023	Confer with W&C core team re: Committee deck open items.	A Parra Criste	0.30
19 February 2023	Revise Committee meeting presentation and correspond with W&C team re: matters raised in same.	T Smith	2.10
19 February 2023	Draft Committee deck.	B Lingle	0.30
19 February 2023	Draft slides re: first and second day orders for Committee presentation.	L Lundy	2.30
19 February 2023	Review and revise meeting minutes re: Committee meeting on February 14.	A Mitra	0.20
20 February 2023	Call with Bitvavo, G. Pesce, and S. Rochester (Katten) re: agenda for Committee meeting and other next steps (0.6); preparation for Committee meeting (2.4).	J Shore	3.00
20 February 2023	Review and respond to email correspondence re: Committee presentation (0.2); review draft minutes re: February 14 Committee meeting (0.1).	P Abelson	0.30
20 February 2023	Correspond with Committee members re: upcoming filings.	G Pesce	0.30
20 February 2023	Revise deck for Committee meeting (1.3); revise Committee meeting minutes (0.2).	M Meises	1.50
20 February 2023	Review and revise Committee meeting minutes (0.2); call with Committee advisors re: status of case and strategy (0.4).	A Parra Criste	0.60
20 February 2023	Revise Committee presentation and correspond with W&C team re: same.	T Smith	2.80
20 February 2023	Draft Committee deck (3.9); revise same (1.4).	B Lingle	5.30
20 February 2023	Review Committee presentation (0.1); revise and supplement re: same (0.3).	R Beil	0.40
20 February 2023	Review and revise meeting minutes re: Committee meeting on February 14 (0.5); email correspondence with G. Pesce, M. Meises, and W&C team re: same (0.1).	A Mitra	0.60
21 February 2023	Review materials re: Committee meeting (2.0); call with Committee advisor re: open items (0.5); review materials re: Committee deck slides (1.0).	J Shore	3.50
21 February 2023	Conference with G. Pesce re: Committee issues (0.2); conference with B. Geer re: Committee meeting (0.3); conference with B. Lingle, M. Meises, and G. Pesce re: Committee presentation (0.9); conference with C. Shore re: same (0.1); conference with E. Hengel re: same (0.2); conference with M. Meises re: same (0.1); Review same (0.6).	P Abelson	2.40
21 February 2023	Review and comment on Committee slide deck re: debt finance	R Bennett	0.70

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	section.		
21 February 2023	Revise status for Committee update deck.	A Cieply	0.20
21 February 2023	Prepare presentation to Committee re: securities matters.	L Mann	0.70
21 February 2023	Review and revise Committee workstream deck.	P Vallabhaneni	0.30
21 February 2023	Review materials and prepare for February 21 presentation to Committee.	C West	0.90
21 February 2023	Review and revise Committee deck.	A Parra Criste	1.60
21 February 2023	Telephone conference with W&C team re: Committee presentation (0.3); revise Committee presentation and correspond with W&C team re: same (3.3).	T Smith	3.60
21 February 2023	Draft Committee deck (3.9); revise same (2.0); conference call with G. Pesce, P. Abelson, and W&C core team re: same (0.8).	B Lingle	6.70
22 February 2023	Review materials re: Committee meeting (1.5); attend Committee meeting (1.3).	J Shore	2.80
22 February 2023	Attend Committee meeting (1.8); conference with G. Pesce re: Committee meeting (0.2); review email correspondence re: same (0.1).	P Abelson	2.10
22 February 2023	Confer with Committee members and advisors re: weekly meeting (1.6); prepare for Committee meeting (0.6); correspond with Committee and advisors re: same (0.6).	G Pesce	2.80
22 February 2023	Prepare for Committee meeting and review relevant materials (0.6); meet with Committee (1.8).	C West	2.40
22 February 2023	Confer with G. Pesce re: deck for weekly Committee meeting (0.1); Revise deck for weekly Committee meeting (2.0); attend weekly Committee meeting (1.8); confer with G. Sutherland re: summaries of recent pleadings for Committee (0.2); confer with M. Haqqani re: same (0.1); prepare for following week's Committee meeting (1.1); Call with P. Abelson re: deck for following week's Committee meeting (0.4).	M Meises	5.70
22 February 2023	Review and finalize Committee meeting deck (1.3); attend Committee meeting (1.3).	A Parra Criste	2.60
22 February 2023	Participate in Committee Weekly Call to record meeting minutes (1.9); prepare meeting minutes (1.0).	M Haqqani	2.90
23 February 2023	Conference with Bitvavo re: Committee strategy (0.6); conference with Bitvavo and R. Weston re: Committee meeting (0.4); conference with M. Meises re: same (0.3); review draft Committee meeting agenda (0.1).	P Abelson	1.40
23 February 2023	Confer with Bitvavo, C. Shore, P. Abelson and S. Burien (HL) re: next steps and timing (1.3); participate in conference with Bitvavo, A. Alvarez, and R. Weston re: communications issues (0.4);	G Pesce	2.60

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	prepare for same (0.3); conference with BRG and HL to follow up on same (0.6).		
23 February 2023	Call with Committee advisors re: preparation for Committee meeting.	C West	0.30
23 February 2023	Confer with P. Abelson re: preparing for Committee meeting (0.2); call with HL and BRG re: deck for Committee meeting (0.4).	M Meises	0.60
23 February 2023	Prepare outline of Committee meeting deck (1.0); incorporate G. Pesce and P. Abelson comments into deck (0.3).	A Parra Criste	1.30
23 February 2023	Revise markup and excerpt of Committee bylaws re: confidentiality.	J Ma	1.00
23 February 2023	Conference call with G. Pesce, Committee advisors re: Committee deck.	B Lingle	0.40
23 February 2023	Revise Committee bylaws.	S Zhang	0.30
24 February 2023	Conference with B. Geer and G. Pesce re: Committee issues (0.4); conference with G. Pesce re: same (0.1); conference with J. Drew re: Gemini (0.5).	P Abelson	1.00
24 February 2023	Revise workstream tracker for Committee (0.6); confer with A Parra Criste re: deck for Committee meeting (0.1).	M Meises	0.70
24 February 2023	Coordinate with W&C core team re: Committee deck.	A Parra Criste	0.20
24 February 2023	Draft Committee deck.	B Lingle	0.90
25 February 2023	Review email correspondence re: communication issues (0.2); conference with G. Pesce re: Committee issues (0.5); review creditor update presentation (0.1).	P Abelson	0.80
25 February 2023	Draft Committee deck.	B Lingle	1.50
26 February 2023	Call with W&C team re: preparation for Committee meeting and regulatory issues.	D Landy	0.70
26 February 2023	Draft and revise email correspondence to Committee member re: case status (0.9); review email correspondence re: communication issues (0.1).	P Abelson	1.00
26 February 2023	Prepare for and participate on prep call for Creditor's Committee Meeting to review term sheet and analysis progress.	P Vallabhaneni	1.00
26 February 2023	Confer with B. Lingle re: Committee deck (0.2); comment on deck for weekly Committee meeting (0.7); confer with A. Parra Criste re: same (0.2).	M Meises	1.10
26 February 2023	Email to B. Lingle re: Committee deck content (0.3); review and revise Committee deck (1.0); prepare process update summary (1.0); review and revise Committee meeting minutes (0.4).	A Parra Criste	2.70

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
26 February 2023	Revise Committee deck.	B Lingle	2.10
27 February 2023	Review materials re: Committee meetings (1.2); review materials re: Committee deck (1.0).	J Shore	2.20
27 February 2023	Review and revise Committee presentation.	P Abelson	0.90
27 February 2023	Revise minutes of Committee meeting (0.2); prepare for weekly Committee meeting (0.7); revise deck for Committee meeting (1.3); calls with G. Pesce and P. Abelson re: same (1.0).	M Meises	3.20
27 February 2023	Review Committee deck (2.0); call with W&C core team to discuss Committee deck (0.5); correspondence with BRG and HL re: Committee deck (1.0); revise, finalize, and draft cover email for Committee deck (2.5); call with Committee advisors only to discuss strategy (0.5).	A Parra Criste	6.50
27 February 2023	Correspond with W&C team re: updates to Committee presentation re: same (0.1); review materials re: same (0.2).	T Smith	0.30
27 February 2023	Telephone conference with restructuring team re: Committee deck (0.5); revise same (0.8).	B Lingle	1.30
27 February 2023	Revise Committee meeting minutes for circulation to Committee as per A. Parra Criste comments.	M Haqqani	0.50
28 February 2023	Review materials re: Committee deck (1.8); prepare for call with Committee advisor (0.5); call with Committee advisor (0.5); call with Committee members re: open items (0.6).	J Shore	3.40
28 February 2023	Review email correspondence re: Committee presentation (0.1); review revised Committee meeting presentation (0.7); conference with A. Parra Criste re: Committee presentation (0.5).	P Abelson	1.30
28 February 2023	Confer with P. Abelson and Mirana (Committee member) re: open issues (0.6); prepare for same (0.2); correspond re: same (0.1).	G Pesce	0.90
28 February 2023	Confer with A. Parra Criste re: deck for weekly Committee meeting (0.3); revise deck for Committee meeting (2.2); confer with G. Pesce re: Committee meeting (0.1).	M Meises	2.60
28 February 2023	Revise Committee deck to reflect general updates and comments, as well as Committee comments (1.0); incorporate W&C core team comments to Committee deck (1.2); call with Committee and Debtors (0.5).	A Parra Criste	2.70
28 February 2023	Revise Committee deck.	B Lingle	1.40
SUBTOTAL: Committee Meetings & Communications			159.30

Corporate, Securities & Regulatory issues

14 February 2023	Conference with C. Diamond re: securities issues.	P Abelson	0.50
14 February 2023	Review term sheet re: capital markets issues.	L Mann	1.40

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
15 February 2023	Call with HL to review capital markets issues in term sheet (1.0); summarize capital markets issues arising from call with HL (0.3) ; call with W&C tax and M&A teams re: summary of issues with term sheet (0.5).	C Diamond	1.80
15 February 2023	Conference with HL re: capital markets (0.8); conference with W&C team re: capital markets (0.2).	P Abelson	1.00
15 February 2023	Prepare for meeting with HL re: capital markets issues in term sheet (0.7); call with B. Geer (HL) and C. Diamond (W&C) re: capital markets issues in term sheet (0.8); call with A. Cieply, C. Diamond and S. Fryman (W&C) re: issues list for term sheet (0.5); reviewed term sheet re: capital markets issues (0.9).	L Mann	2.90
16 February 2023	Review deal structure in term sheet and prepare issues list for capital markets topics.	C Diamond	1.80
16 February 2023	Review data room (0.2); review debt finance issues list and analysis (0.3).	P Abelson	0.50
16 February 2023	Review term sheet re: capital markets issues.	L Mann	1.90
17 February 2023	Draft document highlighting issues in term sheet (2.8); call with W&C core team to discuss preliminary issues across expertises (0.5); call with internal regulatory team at W&C to discuss enforcement issues under securities law and impact on plan (1.3).	C Diamond	4.60
17 February 2023	Review term sheet (2.4); draft comments and summary of regulatory issues (1.8); emails with W&C team re: same (0.9).	D Landy	5.10
17 February 2023	Conference with R. Bennett re: second lien (0.4); review email correspondence re: regulatory issues (0.1).	P Abelson	0.50
17 February 2023	Call with P. Abelson re: issues list (0.3); further call with P. Abelson re: same (0.1); prepare top ten issues list and identify missing documents in email correspondence to W&C team (0.8).	R Bennett	1.20
17 February 2023	Confer with working group re: Genesis SEC claims and ICA analysis.	E Gal	1.50
17 February 2023	Call with P. Abelson, C. Diamond, P. Vallabhaneni and other W&C core team members re: issues with and questions relating to term sheet (0.9); call with C. Diamond, E. Gal, C. West and other W&C core team members re: issues with and questions relating to term sheet (0.9); review term sheet re: capital markets issues and summarize issues re: same (3.1).	L Mann	4.90
17 February 2023	Review data room documents for legal issues re: anticipated transaction (1.5); confer with W&C securities team re: investment company status of Genesis and impact on contract enforceability (1.1).	P Vallabhaneni	2.60
17 February 2023	Legal research re: bankruptcy code securities exemption (2.4); deal team meetings between larger W&C working group and smaller meeting with securities team (1.2).	C Klitzman	3.40
17 February 2023	Attend W&C team coordination call (0.7); review initial points of	S Forjuoh	1.60

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	capital market issues from term sheet (0.9).		
17 February 2023	Call with W&C team to discuss term sheet; review data room and prepare list of M&A diligence questions.	J Smith	1.50
17 February 2023	Correspondence re: assignment and preliminary review materials (0.1); review SEC complaint (1.0); meet with W&C core team re: capital markets issues for analysis, company structure, SEC complaint, and term sheet (0.5); meet with W&C capital markets team re: legal issues presented and approach to research and next steps (0.5).	E Murphy	2.10
18 February 2023	Review and update capital markets checklist and circulate to capital markets team (0.5); call with W&C capital markets team to review assignments (0.5).	C Diamond	1.00
18 February 2023	Review data room materials (2.5); calls re: regulatory issues (1.0); email re: regulatory issues (1.0).	D Landy	4.50
18 February 2023	Review and respond to email correspondence re: securities exemption.	P Abelson	0.20
18 February 2023	Research re: securities laws issues re: term sheet.	L Mann	5.80
18 February 2023	Review background re: Genesis regulatory interest.	T Stark	2.20
18 February 2023	Review enforcement actions re: impact on transaction execution.	P Vallabhaneni	4.50
18 February 2023	Review items re: investment company status of Genesis (0.5); facilitate corporate analysis and review potential change in control issues (0.5).	P Vallabhaneni	1.00
18 February 2023	Confer with A. Parra Criste and M. Perez re: research re: securities exemption.	M Meises	0.20
18 February 2023	Legal research re: bankruptcy code securities exemption.	C Klitzman	1.80
18 February 2023	Attend W&C team meeting (0.6); conduct research and draft response to capital markets issues list (1.6).	S Forjuoh	2.20
18 February 2023	Prepare list of M&A diligence questions; draft issues list.	J Smith	1.20
18 February 2023	Research re: securities issues.	M Perez	3.20
18 February 2023	Confer with W&C capital markets team re: term sheet issues list and necessary research topics (0.3); meet with C. Diamond, L.K. Mann, S. Forjuoh, and C. Klitzman re: issues list research (0.8).	E Murphy	1.10
19 February 2023	Prepare comment to work tracker (0.3); prepare questions for HL re: proposed preferred stock issuance (0.5); participate in call re: enforcement action risks (1.0).	C Diamond	1.80
19 February 2023	Review diligence materials re: regulatory issues (2.0); draft summary of regulatory issues (1.0); correspond with C. Eliaszadeh and C. Druehl re: open diligence issues (1.1).	D Landy	4.10

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19 February 2023	Conference with W&C securities litigators (0.8); review SEC Gemini complaint (0.5).	P Abelson	1.30
19 February 2023	Research re: securities laws issues re: term sheet (0.7); call with P. Abelson, T. Stark, J. Cohen and others from W&C core team re: regulatory matters (0.8).	L Mann	1.50
19 February 2023	Call with W&C team re: regulatory interest.	T Stark	1.10
19 February 2023	Confer with W&C team on white collar and regulatory investigations (1.0); review research prepared by L. Teng re: investment company representations and warranties in Genesis loan documents (0.5).	P Vallabhaneni	1.50
19 February 2023	Correspondence with D. Landy and C. Eliaszaheh re: FINRA/SEC approval process for change of ownership (0.2); drafting list of regulatory considerations (1.0).	C Robertson Druehl	1.20
19 February 2023	Review and revise memorandum re: securities exemption.	A Parra Criste	1.00
19 February 2023	Legal research re: bankruptcy code securities exemption.	C Klitzman	1.60
19 February 2023	Review and revise M&A issues list.	J Smith	1.10
19 February 2023	Research re: securities issues (0.6); summarize findings (1.5); Email correspondence to A. Parra Criste and M. Meises re: same (0.4); revise summary and distribute to W&C team via multiple emails (0.6).	M Perez	3.10
19 February 2023	Research and prepare charts re: discrete securities issues in bankruptcy context (4.2); correspond with W&C capital markets team re: same (0.3).	E Murphy	4.50
20 February 2023	Legal research and draft memorandum re: SEC exemptions.	C Diamond	3.20
20 February 2023	Review regulatory issues on term sheet (0.8); draft summary re: same (1.7); email with W&C team re: same (1.1); calls with W&C team re: same (0.9).	D Landy	4.50
20 February 2023	Review and respond to email correspondence re: creditors' trust (0.2); review securities analysis re: preferred stock (0.3).	P Abelson	0.50
20 February 2023	Telephone calls with W&C team re: regulatory issues.	S Hershman	1.30
20 February 2023	Continued analysis of securities laws issues re: term sheet.	L Mann	3.10
20 February 2023	Call with counsel to Genesis re: regulatory interest.	T Stark	1.20
20 February 2023	Prepare for and participate on due diligence call with Debtors' counsel re: regulatory and investigation items.	P Vallabhaneni	1.00
20 February 2023	Correspondence with D. Landy re: questions relating to foreclosure or set-off issues and applicable NY statutes and judicial precedents (0.2); review of New York law provisions (0.3).	G Cuccinello	0.50

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
20 February 2023	Legal research re: bankruptcy code securities exemption.	C Klitzman	3.10
20 February 2023	Review and summarize research re: capital markets issues on term sheet.	S Forjuoh	1.10
20 February 2023	Research re: securities issues (3.2); telephone call with A. Parra-Criste re: same (0.1); summarize findings in email to A. Parra Criste and M. Meises (1.9).	M Perez	5.20
20 February 2023	Draft internal memo re: securities issues analysis.	E Murphy	0.50
21 February 2023	Review outstanding securities law issues and compile detailed tracker for Committee meeting (1.5); call with HL re: transferability of Genesis Global Capital interests and liquidating trust interests (0.8); draft summary document re: securities law issues (0.7).	C Diamond	3.00
21 February 2023	Research re: set-off issues pursuant to NY Law.	D Landy	2.00
21 February 2023	Meeting with Cleary re: potential regulatory issues.	J Cohen	2.30
21 February 2023	Conference with C. Diamond and L.K. Mann re: trust issues.	P Abelson	0.40
21 February 2023	Conference with Cleary and follow up re: matter with W&C team.	S Hershman	2.00
21 February 2023	Call with C. Diamond, P. Abelson and Michele Meises (W&C) re: public trust issues (0.8); call with D. Cumming (HL), B. Geer (HL), C. Diamond, P. Abelson and others from W&C core team re: capital markets issues re: term sheet (0.9); analyze securities matters re: term sheet (1.3).	L Mann	3.00
21 February 2023	Correspondence with D. Landy re: foreclosure and set-off issues (0.3); review foreclosure and set-off issues (1.0); research per New York statutory and New York case law relevant to foreclosure and set off issues (3.2).	G Cuccinello	4.50
21 February 2023	Factual research re: Genesis term sheet analysis.	J Ma	0.30
21 February 2023	Legal research re: bankruptcy code securities exemption.	C Klitzman	1.30
21 February 2023	Review and revise true-up shares analysis memo (0.6); attend call with HL (0.6).	S Forjuoh	1.20
21 February 2023	Conference call with P. Abelson, C. Diamond, K. Mann, and restructuring team re: Genesis Global Capital creditors trust.	B Lingle	0.40
21 February 2023	Legal research re: capital markets transactions in bankruptcy proceedings (1.7); factual research re: complaint, term sheet, parties involved, and Committee goals (0.6); discuss transaction structure and potential issues with L.K. Mann (0.5); conference call with HL team re: securities exception (0.4).	S Amrein	3.20
22 February 2023	Review Gemini set-off issues (1.0); review NY set-off issues (1.5).	D Landy	2.50
22 February 2023	Confer with W&C team and correspond with Cleary re: regulatory issues.	J Cohen	0.80

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
22 February 2023	Review term sheet re: capital markets issues.	L Mann	1.30
22 February 2023	Research New York law issues re: foreclosure and set-off issues (0.9); review materials in virtual data room re: transactions involving Gemini Trust company and analyze information in Genesis Global Capital Loanbook relating to Gemini transactions (1.3); email to M. Meises and D. Landy re: information in Genesis Global Capital Loanbook re: transactions with Gemini and pledged collateral (0.7); correspondence with P. Abelson and other insolvency team members (0.3).	G Cuccinello	3.20
22 February 2023	Legal research re: bankruptcy code securities exemption.	C Klitzman	0.10
22 February 2023	Legal research re: precedent transactions of crypto firms in chapter 11 proceedings (0.8).	S Amrein	0.80
22 February 2023	Correspond with W&C capital markets team re: capital markets next steps.	E Murphy	0.30
23 February 2023	Call with P. Abelson to discuss interface between securities issues and overall strategy.	C Diamond	0.50
23 February 2023	Calls and emails with W&C team re: various issues with Debtors and regulatory requests (1.9); call with Cleary re: same (0.5).	J Cohen	2.40
23 February 2023	Conference with W&C capital markets team re: securities issues.	P Abelson	0.40
23 February 2023	Call with P. Abelson, C. Diamond and others from W&C core team re: securities issues with term sheet (0.4); review research re: public trusts (0.5).	L Mann	0.90
23 February 2023	Teleconference with P. Abelson and C. West re: review of virtual data room (0.4); confer with D. Landy re: conference with P. Abelson and C. West and nature of creditor's rights action taken by Gemini Trust Company (0.1); review virtual data room (0.2).	G Cuccinello	0.70
23 February 2023	Call with R. Bennett re: background to matter and debt finance analysis.	S Deol	0.90
23 February 2023	Legal research re: bankruptcy code securities exemption (2.8); internal deal team discussion re: outstanding questions (0.3).	C Klitzman	3.10
23 February 2023	Conduct follow up research on capital markets issues from term sheet.	S Forjuoh	0.80
23 February 2023	Review precedents of Delaware liquidating trusts.	S Amrein	0.50
23 February 2023	Review correspondence re: capital markets issues in term sheet structure (0.2); meet with W&C capital markets team re: capital markets issues and next steps (0.3); research re: trust issues in bankruptcy context (4.2); correspond with L.K. Mann re: specific assets identified in trust agreements (0.2).	E Murphy	4.90
24 February 2023	Prepare detailed analysis of each type of recovery for unsecured creditors under proposed term sheet and summarize key securities law issues related thereto.	C Diamond	4.20

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
24 February 2023	Calls with L. Dassin and Cleary team re: regulatory issues.	J Cohen	1.80
24 February 2023	Attend process update call with C. Shore and P. Abelson re: debt finance workstreams.	R Bennett	0.90
24 February 2023	Call with C. Shore, P. Abelson, C. Diamond and others from W&C core team re: term sheet issues and next steps.	L Mann	0.90
24 February 2023	Consider securities issues and impact on transaction structure.	P Vallabhaneni	0.50
24 February 2023	Legal research re: bankruptcy code securities exemption.	C Klitzman	0.10
25 February 2023	Call with P. Abelson to review securities law considerations (1.0); prepare summary of securities law issues and circulate to regulatory and enforcement teams for review (0.5).	C Diamond	1.50
25 February 2023	Review capital markets issues list (0.9); conference with C. Diamond re: securities issues (1.0).	P Abelson	1.90
26 February 2023	Call with W&C team re: work product.	D Landy	0.40
26 February 2023	Call with W&C team and meeting notes re: structure of proposed transaction and effect on regulators.	J Cohen	1.80
26 February 2023	Review email correspondence re: capital markets analysis.	P Abelson	0.20
26 February 2023	Call with C. Diamond, P. Abelson, A. Cieply and others from W&C core team re: securities issues.	L Mann	0.90
26 February 2023	Review regulatory issues re: Monetization transaction.	P Vallabhaneni	2.10
26 February 2023	Call with and emails to D. Landy and C. Eliaszadeh re: FINRA/SEC approval process.	C Robertson Druehl	0.60
26 February 2023	Call with W&C specialists re: regulatory and securities issues.	A Parra Criste	0.50
26 February 2023	Call with D. Landy and C. Druehl re: change in control provision issues.	C Eliaszadeh	0.60
27 February 2023	Call with HL re: preferred stock issuance.	C Diamond	0.60
27 February 2023	Review open items re: regulatory approvals and comments on same.	D Landy	1.10
27 February 2023	Review regulatory issues; correspondence with W&C team re: same.	J Cohen	1.60
27 February 2023	Conference with B. Geer, C. Diamond, and S. Burian re: corporate governance.	P Abelson	0.60
27 February 2023	Review regulatory issues.	S Hershman	0.40
27 February 2023	Call with HL re: governance of private entity following preferred stock issuance.	L Mann	0.60

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27 February 2023	Email exchanges with D. Landy and C. Eliaszadeh re: FINRA/SEC approval process (0.2); reviewing summary prepared by C. Eliaszadeh (0.8).	C Robertson Druehl	1.00
27 February 2023	Review and analyze loan documents uploaded to Genesis virtual data room.	L Teng	0.30
27 February 2023	Research and draft report on change in control approval processes.	C Eliaszadeh	4.40
28 February 2023	Confer with W&C team re: regulatory issues.	P Vallabhaneni	0.10
28 February 2023	Call with Debtors' counsel re: regulatory issues and emails re: same.	C West	0.40
28 February 2023	Legal research re: bankruptcy code securities exemption.	C Klitzman	0.60
SUBTOTAL: Corporate, Securities & Regulatory issues			197.00

Crypto Matters, Business Operations, & Utilities

14 February 2023	Confer with Cleary re: first day pleadings (0.1); review DIP financing objection in Cash Cloud (0.1); confer with P. Abelson re: same (0.1); review second day orders (0.4); confer with S. Ludovici and A. Parra Criste re: second day orders (0.1).	M Meises	0.80
14 February 2023	Review and comment on final first day order drafts.	L Lundy	3.10
15 February 2023	Confer with L. Lundy re: critical vendor motion (0.1); confer with L. Lundy re: wages motion (0.1).	M Meises	0.20
15 February 2023	Review W&C revisions to proposed final first day orders (0.8); draft chart for L. Lundy reflecting summary of relief, changes, and questions re: same (1.0).	R Beil	1.80
16 February 2023	Provide comments on second day orders.	J Shore	1.00
16 February 2023	Review and respond to email correspondence re: first day orders (0.3); conference with A. Parra Criste re: first day orders (0.3).	P Abelson	0.60
16 February 2023	Prepare email to Committee with L. Lundy and R. Beil re: final orders and review final proposed orders (2.0); incorporate revisions to Committee cover email from G. Pesce (0.2).	A Parra Criste	2.20
16 February 2023	Analyze and incorporate comments from W&C and Cleary, run redline drafts, and compile cumulative and incremental changes re: proposed first and second day orders (1.0); review chart reflecting proposed changes to first and second day relief (0.3); draft and revise summary of changes re: same (0.4).	R Beil	1.70
17 February 2023	Emails with W&C team re: second day motions.	J Shore	0.40
17 February 2023	Conference with G. Pesce and A. Parra Criste re: first days (0.7); conference with Cleary re: same (0.8).	P Abelson	1.50

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
17 February 2023	Confer with A. Parra Criste re: first day orders (0.2); call with Cleary re: first day orders (0.7); confer with W&C team re: first day orders (0.4).	M Meises	1.30
17 February 2023	Telephone conference with Cleary and W&C core team re: first and second day orders (0.8); correspondence with L. Lundy and R. Beil re: changes to first day orders (0.3).	T Smith	1.10
17 February 2023	Prepare markups of second day orders (0.5); draft reservation of rights (1.9); telephone conference with W&C and Cleary teams re: first day orders (0.8); correspond with Cleary team re: same (0.6); review and revise reservation of rights (0.5); coordinate filing of same (0.9).	L Lundy	5.20
18 February 2023	Review Genesis virtual data room for loan documents and investment company reps.	L Teng	3.10
18 February 2023	Review revised first day and second day orders (0.6); provide comments re: same (0.4); correspond with A. Parra Criste re: same (0.3).	L Lundy	1.30
19 February 2023	Review email correspondence re: first and second day order.	P Abelson	0.10
19 February 2023	Review Genesis virtual data room.	L Teng	3.20
19 February 2023	Correspond with R. Beil and A. Parra Criste re: second day orders.	L Lundy	0.60
19 February 2023	Review current versions of first and second day orders (0.7); revise and implement reservation of rights language re: same (1.6).	R Beil	2.30
20 February 2023	Calls with W&C team re: second day motions.	J Shore	0.80
20 February 2023	Review data room re: business descriptions and product descriptions (0.5); review newly-uploaded documents (0.3).	L Teng	0.80
22 February 2023	Review materials re: crypto issues (1.0)	J Shore	1.00
22 February 2023	Review revised wages order.	P Abelson	0.10
24 February 2023	Confer with P. Abelson re: creditor matrix motion (0.1); summarize second day orders (0.5); email to Committee re: second day orders (0.1).	M Meises	0.70
24 February 2023	Review data room for new documents re: loans and corporate structure. Review and assess such documents.	L Teng	2.40
28 February 2023	Conference with M. Renzi re wallet addresses.	P Abelson	0.10
SUBTOTAL: Crypto Matters, Business Operations, & Utilities			37.40

Creditor Communications

15 February 2023	Confer with K. Brountzas re: establishing website for Committee.	M Meises	0.50
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Official Committee of Unsecured Creditors of Genesis Holding
RE: Bankruptcy Advice

OUR REF: 1902175-0002

DATE	DESCRIPTION	TIMEKEEPER	HOURS
15 February 2023	Prepare motion re: information sharing and communication protocols (1.0); draft motion re: information sharing and communication protocols (0.5).	A Mitra	1.50
16 February 2023	Call with Committee re: communications with creditors.	M Meises	0.70
16 February 2023	Call with sub-committee members re: communications planning (0.5); emails to with Kroll re: fee estimate (0.1); call with G. Pesce re: same (0.1); email to Committee re: Kroll engagement (0.1).	A Parra Criste	0.80
16 February 2023	Review and analyze chapter 11 filings and public reporting re: same (1.7); revise draft of same (2.1); correspond with W&C team re: same (0.1).	T Smith	3.90
18 February 2023	Email to Committee subcommittee re: Kroll (0.2); confer with G. Pesce re: comparables for Committee websites (0.2).	A Parra Criste	0.40
18 February 2023	Preparation of motion re: information sharing and communication protocols (1.0); draft motion re: same (0.6).	A Mitra	1.60
19 February 2023	Preparation of motion re: information sharing and communication protocols (1.4); draft motion re: information sharing and communication protocols (2.0).	A Mitra	3.40
20 February 2023	Confer with C. Eliaszadeh re: communications issues.	M Meises	0.30
20 February 2023	Call with M. Meises and T. Smith re: Genesis communications (0.5); call with M. Meises re: Genesis communications (0.8).	C Eliaszadeh	0.80
21 February 2023	Call with C. Eliaszadeh, T. Smith, and P. Strom re: website and media monitoring.	M Meises	0.40
21 February 2023	Telephone conference with M. Meises, C. Eliaszadeh, and P. Strom re: communication and social media work stream.	T Smith	0.40
21 February 2023	Call with M. Meises, T. Smith, and P. Strom re: Genesis communications.	C Eliaszadeh	0.40
21 February 2023	Call with M. Meises, T. Smith and C. Eliaszadeh re: customer communications (0.4); review first day declarations re: case background to be communicated to customers (0.9).	P Strom	1.30
22 February 2023	Confer with Kroll re: engagement.	A Parra Criste	0.20
22 February 2023	Draft creditor communications deck.	L Lundy	3.80
22 February 2023	Draft summary of customer sentiment re: bankruptcy proceedings and (0.6); email same to C. Eliaszadeh & T. Smith (0.1); review proposed plan term sheet (0.9); draft Frequently Asked Questions (FAQ) document to be shared with customers and other unsecured creditors (1.9).	P Strom	3.50
23 February 2023	Comment on communications deck to be posted on Committee website (0.6); revise information sharing protocol motion (1.9).	M Meises	2.50
23 February 2023	Review and revise Kroll engagement letter and research	A Parra Criste	2.10

Official Committee of Unsecured Creditors of Genesis Holding
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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	application issues (1.3); call with Kroll re: same (0.2); organize call with subcommittee (0.2); review draft of creditor update (0.3); coordinate FAQs re: creditor update (0.1).		
23 February 2023	Revise Committee communication update.	T Smith	1.80
23 February 2023	Prepare creditor deck for public release.	L Lundy	1.40
23 February 2023	Draft and revise FAQ document to be shared with Genesis customers and unsecured creditors (1.8); review pleadings re: same (0.5).	P Strom	2.30
24 February 2023	Review information sharing protocol motion.	M Meises	0.80
24 February 2023	Call with communications subcommittee (0.5); confer with P. Strom re: revisions to creditor update deck (0.3); review and revise creditor update deck based on comments from G. Pesce (0.2); prepare for weekly communications subcommittee calls (0.1).	A Parra Criste	1.10
24 February 2023	Draft update presentation to be shared with unsecured creditors (0.9); revise presentation (1.1); revise communication presentation and circulate to W&C team for review (0.2).	P Strom	2.20
25 February 2023	Analyze status of website and FAQs (0.4); correspond re: same (0.3).	G Pesce	0.70
25 February 2023	Email to G. Pesce re: information sharing protocol motion.	M Meises	0.10
25 February 2023	Review emails re: communications update (0.2); prepare email to communications subcommittee with final creditor update (0.3); follow up with Committee re: same (0.2).	A Parra Criste	0.70
26 February 2023	Analyze status of website and FAQs (0.3); correspond re: same (0.2).	G Pesce	0.50
26 February 2023	Confer with G. Pesce re: information sharing protocol motion (0.2); revise information sharing protocol motion (0.7); emails with Cleary re: same (0.2).	M Meises	1.10
26 February 2023	Update creditor update deck, and confer with G. Pesce re: same (0.5); update Kroll engagement letter with G. Pesce's comments and send revised version to Kroll (0.2); emails to T. Smith re: creditor FAQs (0.1).	A Parra Criste	0.80
26 February 2023	Revise FAQs and correspond with P. Strom re: same.	T Smith	2.20
27 February 2023	Emails with W&C core team re: information protocols.	J Shore	0.30
27 February 2023	Confer with A. Mitra re: information sharing protocol motion (0.1); revise information sharing protocol motion (0.2).	M Meises	0.30
27 February 2023	Emails to Committee subcommittee re: Kroll engagement letter.	A Parra Criste	0.20
28 February 2023	Confer with G. Pesce re: information sharing protocol motion (0.1); review comments to information sharing protocol motion	M Meises	1.50

Official Committee of Unsecured Creditors of Genesis Holding
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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	(0.1); email G. Pesce re: same (0.1); revise information sharing protocol motion (0.4); confer with G. Pesce re: same (0.1); call with Cleary re: information sharing protocol motion (0.4); email to Cleary re: same (0.1); review letters from creditors (0.2).		
28 February 2023	Review and comment on creditor FAQs (1.5); revise Kroll engagement letter and send to subcommittee (0.3); call with S. Ludovici re: Kroll retention application (0.2); review communications subcommittee questions (0.4); review revised website and provide further comments (0.3).	A Parra Criste	2.70
28 February 2023	Draft responses to additional FAQs (1.8); revise same (0.9); revise full FAQs re: comments received (1.7); correspond with A. Parra Criste and P. Strom re: FAQs (0.4).	T Smith	4.80
28 February 2023	Review draft FAQs to be provided to customers and unsecured creditors and draft additional FAQs.	P Strom	1.60
SUBTOTAL: Creditor Communications			55.60

Exclusivity, Plan & Disclosure Statement

14 February 2023	Review proposed term sheet and prepare capital markets issues list based on review (2.0); call with P. Abelson to discuss bankruptcy code issues (0.7).	C Diamond	2.70
14 February 2023	Call with HL re: term sheet.	P Abelson	0.80
14 February 2023	Correspond re: term sheet negotiations.	P Vallabhaneni	0.50
14 February 2023	Call with J. Smith re: term sheet.	J Ma	0.30
14 February 2023	Review term sheet (3.0); draft issues list reflecting M&A issues in term sheet (1.4); call with J. Ma to discuss same (0.2).	J Smith	4.60
15 February 2023	Review term sheet issues list.	P Abelson	0.10
15 February 2023	Call with P. Abelson re: proposed second lien.	R Bennett	0.30
15 February 2023	Coordinate call with W&C re: term sheet issues.	A Cieply	0.30
15 February 2023	Review data room and matter correspondence (2.0); review term sheet and prepare for call with HL (0.5).	P Vallabhaneni	2.50
15 February 2023	Call with W&C capital markets team re: term sheet (0.9); call with HL and BRG re: term sheet (0.5).	M Meises	1.40
15 February 2023	Attend capital markets/Plan term sheet call (0.5); confer with C. Diamond and P. Abelson re: capital markets/Plan term sheet call (0.4).	A Parra Criste	0.90
15 February 2023	Call with R. Beil re: plan.	B Lingle	0.70
15 February 2023	Meeting with B. Lingle re: plan and term sheet issues and consent rights analysis.	R Beil	0.50

Official Committee of Unsecured Creditors of Genesis Holding
RE: Bankruptcy Advice

OUR REF: 1902175-0002

DATE	DESCRIPTION	TIMEKEEPER	HOURS
16 February 2023	Review plan and term sheet.	J Shore	1.00
16 February 2023	Review revised term sheet issues list.	P Abelson	0.50
16 February 2023	Review and revise term sheet re: proposed New Second Lien Facility (2.2); correspondence with P. Abelson re: term sheet review (0.7).	R Bennett	2.90
16 February 2023	Call with Committee and HL re: term sheet.	M Meises	1.80
16 February 2023	Call with HL to review plan term sheet (1.0); confer with P. Abelson re: same (0.2).	A Parra Criste	1.20
16 February 2023	Call with HL team, W&C team, and Committee representatives re: term sheet recap.	J Ma	2.80
16 February 2023	Conference call with W&C core team, HL, and Committee re: term sheet (1.5); correspond with G. Pesce and R. Beil re: plan (0.3).	B Lingle	1.80
16 February 2023	Attend call with HL to discuss term sheet.	J Smith	2.00
17 February 2023	Conference with G. Pesce and C. Shore re: term sheet (0.2); conference with W&C team re: specialty groups (0.6); conference with W&C securities team re: term sheet (0.9).	P Abelson	1.70
17 February 2023	Call with W&C team specialists re: term sheet.	M Meises	0.50
17 February 2023	Prepare strategy chart re: plan term sheet for W&C specialists.	A Parra Criste	0.30
17 February 2023	Call with W&C team re: term sheet.	J Ma	0.50
17 February 2023	Conference call with W&C and Proskauer teams re: term sheet (0.8); telephone conference with W&C team re: same (0.5); draft term sheet analysis summary (1.6).	B Lingle	2.90
17 February 2023	Review Genesis term sheet re: consent rights analysis.	R Beil	1.70
17 February 2023	Review term sheet.	C Eliaszadeh	2.40
18 February 2023	Review list of issues re: term sheet (0.2); review email correspondence re: term sheet issues list (0.2).	P Abelson	0.40
18 February 2023	Review term sheet and identify issues.	A Cieply	1.20
18 February 2023	Correspond with W&C core team re: term sheet.	B Lingle	0.70
18 February 2023	Review term sheet and diligence research re: same.	C Eliaszadeh	2.20
19 February 2023	Revise term sheet issues list.	A Cieply	1.00
19 February 2023	Review Genesis term sheet re: consent rights analysis (1.0); draft proposed consent rights implementation re: same (2.9).	R Beil	3.90
19 February 2023	Review term sheet and draft regulatory analysis (3.5);	C Eliaszadeh	3.80

Official Committee of Unsecured Creditors of Genesis Holding
RE: Bankruptcy Advice

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	communications with D. Landy re: same (0.3).		
20 February 2023	Review term sheet.	P Abelson	0.20
20 February 2023	Conference with Bitvavo, C. Shore and S. Rochester (Katten) re: agenda for weekly meeting and other next steps.	G Pesce	0.60
20 February 2023	Call with HL and BRG re: term sheet.	M Meises	0.40
20 February 2023	Review Genesis term sheet markup re: consent rights analysis (1.0); chart out and summarize re: same (1.3); review chapter 11 plan re: consent rights analysis (2.1).	R Beil	4.40
21 February 2023	Review 2L provisions in term sheet (0.3); conference with W&C and HL re: term sheet (0.8).	P Abelson	1.10
21 February 2023	Call with C. Diamond re: liquidating trust (0.4); call with W&C capital markets team re: term sheet (0.8).	M Meises	1.20
21 February 2023	Correspond extensively with B. Lingle re: M&A term sheet analysis, incremental comments, and process steps.	J Ma	1.30
21 February 2023	Emails with R. Bennett re: term sheet and documentation.	S Deol	0.10
22 February 2023	Review and respond to email correspondence re: term sheet.	P Abelson	0.10
23 February 2023	Calls with Bitvavo, G. Pesce (W&C), P. Abelson (W&C), and S. Burian (HL) re: next steps and timing.	J Shore	1.30
23 February 2023	Conference with B. Geer re: term sheet (0.3); conference with C. Diamond re: same (0.1); conference with C. Shore and G. Pesce re: same (0.2); conference with G. Pesce and B. Geer re: same (0.1).	P Abelson	0.70
23 February 2023	Confer with S. Deol re: second lien facility review and next steps (0.8); email to C. Klitzman re: new second lien facility takeback debt (0.4).	R Bennett	1.20
23 February 2023	Confer with W&C team re: term sheet review meeting.	P Vallabhaneni	0.30
23 February 2023	Review term sheet (0.2); confer with G. Pesce and P. Abelson re: same (0.3); review BRG's due diligence list (0.2).	M Meises	0.70
23 February 2023	Analyze term sheet and securities issues (1.1); prepare diligence list re: same (0.5).	B Lingle	1.60
24 February 2023	Conference with W&C team re: term sheet (0.8); conference with B. Geer re: same (0.4); conference with G. Pesce and C. West re: term sheet (0.2); conference with G. Pesce re: same (0.4).	P Abelson	1.80
24 February 2023	Prepare for and participate on strategy call re: term sheet review and deal execution.	P Vallabhaneni	1.00
24 February 2023	Review plan.	C West	0.30

Official Committee of Unsecured Creditors of Genesis Holding
RE: Bankruptcy Advice

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
24 February 2023	Prepare for Committee's advisors meeting re: term sheet.	M Meises	0.50
24 February 2023	Conference call with C. Shore, G. Pesce, P. Abelson, and W&C corporate team re: term sheet.	B Lingle	0.90
25 February 2023	Review and respond to email correspondence re: term sheet (0.2); review and revise term sheet summary (0.4).	P Abelson	0.60
25 February 2023	Review correspondence from C. Diamond re: draft issues summary re: second lien facility issues.	R Bennett	0.30
25 February 2023	Review emails from W&C specialists re: issues lists.	A Parra Criste	0.20
26 February 2023	Conference with W&C team re: term sheet (0.8); conference with B. Geer re: same (0.1); review and analyze issues re: same (1.3).	P Abelson	2.20
26 February 2023	Issues list call with W&C team.	A Cieply	0.70
26 February 2023	Review chart highlighting issues in term sheet and proposed resolutions (0.3); circulate chart containing recent precedent convertible notes to provide guidance on logistics (0.1).	S Amrein	0.40
27 February 2023	Conference with R. Bennett re: second lien (0.3); conference with M. Renzi re: term sheet (0.2); conference with L. Milne and M. Meises re: term sheet (0.3); conference with B. Geer re: same (0.9); conference with G. Pesce re: plan issues (0.2).	P Abelson	1.90
27 February 2023	Call with P. Abelson re: proposed new second lien facility.	R Bennett	0.30
27 February 2023	Confer with C. Diamond, P. Abelson and B. Geer re: corporate governance (0.6); confer with P. Abelson and A. Criste re: same (0.4); review term sheet (0.6); confer with C. Diamond, P. Abelson and B. Geer re: corporate governance (0.6); confer with P. Abelson and A. Criste re: same (0.4); review term sheet (0.3).	G Pesce	2.90
27 February 2023	Call with P. Abelson re: plan issues.	M Meises	0.30
27 February 2023	Research and prepare trust agreement documents in precedent case for G. Pesce.	D Hirshorn	0.40
28 February 2023	Conference with B. Geer and A. Parra Criste re: term sheet (0.8); draft proposed outline re: all-hands meeting (0.8).	P Abelson	1.60
28 February 2023	Call with P. Abelson and B. Geer re: plan issues list for meeting (0.5); review and revise plan issues list for meeting (0.5); incorporate P. Abelson comments to same (0.2).	A Parra Criste	1.20
28 February 2023	Review subordination research analysis and correspond with P. Strom re: same.	T Smith	0.90
28 February 2023	Email correspondence with M. Meises re: loan modification issues (0.1); research loan modification issues re: plan term sheet (1.3).	M Perez	1.40
SUBTOTAL: Exclusivity, Plan & Disclosure Statement			87.80

Official Committee of Unsecured Creditors of Genesis Holding
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DATE	DESCRIPTION	TIMEKEEPER	HOURS
GAP Issues			
18 February 2023	Review Genesis first-day declarations to prepare for strategic discussions re: Singapore claims.	L Femino	2.60
20 February 2023	Correspond with P. Abelson re: Singapore claims.	L Femino	0.30
21 February 2023	Conference with L. Femino re: GAP.	P Abelson	0.40
21 February 2023	Speak with P. Abelson re: Singapore claims.	L Femino	0.30
22 February 2023	Review stipulation with Three Arrows (0.1); prepare summary re: same (0.1).	M Meises	0.20
23 February 2023	Conference with E. Daucher re: GAP (0.4); review Three Arrows stipulation (0.2).	P Abelson	0.60
23 February 2023	Email to Committee re: Three Arrows stipulation (0.2); confer with P. Abelson re: Three Arrows stipulation (0.1).	M Meises	0.30
27 February 2023	Conference with J. VanLare (Cleary) re: Three Arrows stipulation (0.5); conference with A. Parra Criste re: same (0.1).	P Abelson	0.60
27 February 2023	Call with Cleary re: Three Arrows stipulation.	M Meises	0.50
27 February 2023	Call with Cleary to discuss GAP and emergent docket filings.	A Parra Criste	0.50
28 February 2023	Conference with Mirana (Committee member) re: GAP.	P Abelson	0.50
SUBTOTAL: GAP Issues			6.80
Hearings			
14 February 2023	Confer with G. Pesce re: upcoming hearings.	M Meises	0.10
15 February 2023	Attend Cash Cloud hearing.	P Abelson	1.50
15 February 2023	Confer with G. Pesce re: upcoming hearings (0.1); confer with A. Parra Criste re: same (0.1); confer with A. Parra Criste re: upcoming hearings (0.3); confer with A. Mitra re: same (0.2).	M Meises	0.70
18 February 2023	Review email correspondence re: February 22 hearing agenda.	P Abelson	0.10
21 February 2023	Confer with M. Meises (W&C) re: second day hearing.	J Shore	0.40
21 February 2023	Conference with C. Shore, G. Pesce, and M. Meises re: February 22 hearing.	P Abelson	0.30
21 February 2023	Call with Cleary re: second day hearing (0.8); call with C. Shore re: second day hearing (0.4); prepare for second day hearing (0.4).	M Meises	1.60
22 February 2023	Review materials re: second day hearing (1.0); attend second day hearing (1.0); call with C. West (W&C) and P. Abelson (W&C) re:	J Shore	3.50

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	hearing and information requests (0.5); review materials re: second day orders (1.0).		
22 February 2023	Attend February 22 hearing.	P Abelson	1.70
22 February 2023	Teleconference re: omnibus hearing.	G Pesce	1.20
22 February 2023	Second-day hearing (1.1); call with C. Shore re: hearing and information requests (0.5).	C West	1.60
22 February 2023	Attend second day hearing (1.2); confer with M. Haqqani re: second day hearing (0.1).	M Meises	1.30
22 February 2023	Confer with W&C core team re: hearing preparation (0.3); attend second day hearing (1.0).	A Parra Criste	1.30
22 February 2023	Prepare materials for February 22 hearing.	D Hirshorn	0.40
24 February 2023	Draft memorandum for M. Meises re: second day orders.	G Sutherland	1.30
SUBTOTAL: Hearings			17.00

Investigations

14 February 2023	Draft information requests and other communications with Debtors' counsel re: same.	C West	1.40
14 February 2023	Coordinate research re: FirTree litigation.	A Parra Criste	0.20
14 February 2023	Review documents re: Committee investigation.	J Yoo	0.10
15 February 2023	Calls with financial advisors re: investigation structure and information requests.	J Shore	1.00
15 February 2023	Review of intercompany transactions summary (1.0); call with HL re: same (0.7); preparation of information request list for Debtors and review of documents re: same (1.5).	C West	3.20
15 February 2023	Call with financial advisors re: intercompany issues and data room.	E Smith	1.00
15 February 2023	Review diligence documents in virtual data room (2.0); correspond with J. Smith and S. Zhang re: same (0.2); review documents in virtual data room (0.5).	J Ma	2.70
15 February 2023	Draft memorandum for P. Abelson re: FirTree docket filings.	G Sutherland	3.40
15 February 2023	Review new documents added to VDR (1.2); circulate same to W&C team (0.4).	A Silverman	1.60
16 February 2023	Review of case materials and preparation of information requests for Debtors.	C West	2.90
16 February 2023	Review first day declarations, term sheet, and other materials to	E Smith	3.50

Official Committee of Unsecured Creditors of Genesis Holding
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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	prepare document review protocols.		
16 February 2023	Review summary of FirTree litigation prepared by G. Sutherland and draft comments re: same.	A Parra Criste	0.50
16 February 2023	Review deck prepared by HL re: intercompany considerations and referenced documents (1.3); prepare master timeline of intercompany loans and other transactions (1.7).	S Kaul	3.00
16 February 2023	Review documents re: Committee investigation.	J Yoo	0.30
16 February 2023	Correspond with W&C team re: due diligence (0.3); review and summarize organizational documents and intercompany agreements (3.6).	S Zhang	3.90
16 February 2023	Draft complaint summary for P. Abelson re: FirTree docket filings.	G Sutherland	0.90
17 February 2023	Calls re: investigation.	J Shore	0.50
17 February 2023	Conference with HL re: investigation (1.0); conference with Willkie re: Gemini (0.5).	P Abelson	1.50
17 February 2023	Review information requests to Debtors and review of materials re: same (1.6); call with HL re: same (0.5); review of documents in data room (0.5); review of HL issues list and prep for call with HL (0.5); call with HL to discuss Committee information requests (1.0); review of materials re: FirTree litigation (0.4); intro call with counsel for Gemini (0.5).	C West	5.00
17 February 2023	Call with C. West re: information requests (0.5); call with W&C team re: term sheet analysis (0.7); call with litigation associates re: case background and upcoming document review (0.6).	E Smith	1.80
17 February 2023	Call with W&C core team to discuss strategy for plan and investigation issues (1.0); debrief with G. Pesce re: next steps for plan and investigation issues (0.2); review summary of FirTree litigation and circulate to W&C litigation team (0.3).	A Parra Criste	1.50
17 February 2023	Review summary of FirTree litigation from G. Sutherland (0.6); analyze FirTree allegations against Grayscale and second demand for information (0.8); review and edit issues list from B. Geer (0.1); conference call with B. Geer, C. West, E. Smith, and others re: Committee investigations and information requests (1.0); call with E. Smith, J. Yoo, and K. Kuethman re: same (0.2); further develop master timeline re: chapter 11 cases and related events (1.2).	S Kaul	3.90
17 February 2023	Attend meeting with financial advisor team re: Committee investigation (1.0); attend meeting with W&C team re: Committee investigation (0.5); review documents re: Committee investigation (1.1).	J Yoo	2.60
17 February 2023	Meet with C. West, E. Smith, J. Yoo, S. Kaul, and HL re: status of investigations and next steps (0.5); review first day declaration, pitch deck, and other background materials to prepare for call (1.7).	K Kuethman	2.20

Official Committee of Unsecured Creditors of Genesis Holding
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DATE	DESCRIPTION	TIMEKEEPER	HOURS
19 February 2023	Review FirTree complaint and internal emails re: same (1.3); call with M. Perez re: emergent lawsuit (0.2); prepare for call with Debtors re: information requests (0.8).	C West	2.30
20 February 2023	Call with S. O'Neal (Cleary) re: document productions (0.2); call with Bitvavo re: information requests (0.6); call with Cleary re: document productions (1.2).	J Shore	2.00
20 February 2023	Review email correspondence re: document requests (0.1); conference with Cleary re: information requests (0.9); conference with C. West and C. Shore re: information requests (0.9).	P Abelson	1.90
20 February 2023	Conference with BRG and HL re: open issues and next steps for Committee investigation.	G Pesce	0.60
20 February 2023	Prepare for call with Debtors re: regulatory issues and call re: same (0.7); preparation of information requests to Debtors, internal emails re: same, and prepare for call with Debtors re: same (3.1); call with Debtors' counsel (Sean O'Neal) re: information requests (0.2); call with Debtors' counsel re: information requests (1.2); follow-up call with W&C core team to discuss call with Debtors (0.2).	C West	5.40
20 February 2023	Call with Debtors' counsel to discuss information requests and forthcoming production.	E Smith	1.00
20 February 2023	Review Genesis Earn agreements and related case filings (1.9); conduct factual research re: Grayscale trust activities and share value (2.6).	S Kaul	4.50
20 February 2023	Review documents re: Committee investigation.	J Yoo	0.10
21 February 2023	Review emails re: discovery issues.	J Shore	0.50
21 February 2023	Conference with C. West re: investigation (0.4); conference with B. Geer, C. West, and D. Cumming re: same (0.8).	P Abelson	1.20
21 February 2023	Conference with BRG and HL re: open issues and next steps for Committee investigation (1.1); confer with W&C core team re: investigation and discovery (0.6); correspondence with C. West (0.2).	G Pesce	1.90
21 February 2023	Communications re: document requests.	T Stark	0.20
21 February 2023	Call with Debtors and Debtors' advisors' re: status and strategy of case (0.8); call with HL to discuss Gemini issues (0.8); call with P. Abelson re: same (0.3); review of materials and subsequent correspondence re: same (1.0); review case background materials and data room materials (1.1); review case timeline prepared by S. Kaul (0.6).	C West	4.60
21 February 2023	Confer with E. Smith re: master timeline and preparation of document review protocol (0.2); finalize interim draft master timeline re: chapter 11 cases and related events (1.2); draft email to C. West re: same (0.1).	S Kaul	1.50
21 February 2023	Review documents re: Committee investigation (2.3); confer with J Yoo	J Yoo	2.60

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	W&C litigation team re: review of documents (0.3).		
22 February 2023	Review email correspondence re: investigations.	P Abelson	0.10
22 February 2023	Confer with Cleary re: investigation information (0.3); analyze status of disclosures for investigation (0.6); correspond with C. West re: same (0.6); confer with BRG and HL re: open issues and next steps for Committee investigation (1.4).	G Pesce	2.90
22 February 2023	Communications re: document review and direct associate on review.	T Stark	0.30
22 February 2023	Review materials and emails re: Gemini loans (0.5); compilation of issues list/information requests for Debtors (1.4); review materials re: intercompany transactions (0.8).	C West	2.70
22 February 2023	Call with C. West re: creating issues list and preparing litigation associates for document review (0.5); call with S. Kaul re: issues list (0.4).	E Smith	0.90
22 February 2023	Review document request list from B. Lingle.	A Parra Criste	0.20
22 February 2023	Review and analyze Grayscale complaint and research redemption issue re: same.	T Smith	1.60
22 February 2023	Review correspondence from S. O'Neal (Cleary) re: regulatory requests and document production (0.1); review notes from call with Debtors re: information requests from E. Smith (0.2); confer with E. Smith re: same (0.2).	S Kaul	0.50
22 February 2023	Review documents and correspondence re: Committee investigation.	J Yoo	0.50
22 February 2023	Call with W&C team re: required due diligence tasks.	A Skipper	0.40
23 February 2023	Correspond with Bitvavo re: information requests (0.3); calls with W&C core team re: same (0.7).	J Shore	1.00
23 February 2023	Conference with G. Cuccinello and C. West re: foreclosure issues (0.4); conference with C. West re: same (0.2).	P Abelson	0.60
23 February 2023	Telephone call with Cleary and correspondence with W&C team re: regulatory issues.	S Hershman	1.80
23 February 2023	Confer with Cleary re: investigation information (0.3); analyze status of disclosures for investigation (0.6); correspond with C. West re: same (0.6).	G Pesce	1.50
23 February 2023	Call with P. Abelson and G. Cuccinello re: Gemini issues (0.5); review draft data requests to Debtors and draft emails re: same (0.6); prepare for call with Debtors re: regulatory issues and document production (0.7); correspondence with Debtors re: same (0.1); review draft issues list from first-day declarations (0.8); call with S. Kaul and K. Kuethman re: same (0.2).	C West	2.90
23 February 2023	Review and analyze FirTree complaint.	T Smith	0.90

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
23 February 2023	Further develop master timeline re: chapter 11 cases (5.3); call with C. West re: information requests and first day declarations issues list (0.4); review and analyze first day declarations (0.5); review and analyze documents re: intercompany loans and transactions (1.6); prepare list of issues re: intercompany transactions for further investigation (0.6).	S Kaul	8.40
23 February 2023	Confer with C. West re: list of issues to analyze upon receipt of Debtors' documents (0.4); review First Day Declarations to identify issues (1.3); draft issue list (0.5).	K Kuethman	2.20
24 February 2023	Call with W&C team re: investigation productions.	J Shore	0.10
24 February 2023	Review emails re: investigation productions and term sheet.	J Shore	0.70
24 February 2023	Conference with HL and BRG re: transfers (0.9); conference with C. West re: investigation (0.3); conference with S. O'Neal (Cleary) re: investigation (0.2); conference call with Willkie re: Gemini (0.9).	P Abelson	2.30
24 February 2023	Analyze Gemini issues and potential next steps (0.6); correspond with C. West and P. Abelson re: same (0.3).	G Pesce	0.90
24 February 2023	Direct associates on document review and communications re: regulatory issues.	T Stark	0.40
24 February 2023	Calls with G. Ramirez and J. Cohen re: call with Debtors re: regulatory issues and forthcoming production; (0.4); review emails re: production contents and volume (0.2); prepare for call with Debtors to discuss regulatory issues and production and review of Debtors' email re: same (0.8); call with Debtors to discuss regulatory issues and production (0.5); call with Willkie Farr counsel to discuss Gemini issues (0.5); follow-up call with P. Abelson re: same (0.2); call with C. Shore re: Committee investigation (0.1); call with Chris Kearns (BRG) re: Committee investigation (0.3); call with A. Cowie (BRG) to discuss Committee investigation (0.2); call with BRG re: investigation (0.8); review and revise investigation issues list from first-day declaration and review materials re: same (1.9).	C West	5.90
24 February 2023	Confer with Debtors and litigation support team to receive and prepare review workspace (0.8); call with C. West re: document production and review (0.5).	E Smith	1.30
24 February 2023	Prepare master timeline re: chapter 11 cases, intercompany loans and transactions, and related events leadings to crypto winter.	S Kaul	4.80
24 February 2023	Confer with W&C team re: Debtors' document production.	J Yoo	0.10
24 February 2023	Review First Day declarations.	K Kuethman	0.20
24 February 2023	Review background materials (3.0); teleconference with Debtors' counsel re: regulatory document productions (0.4); revise notes from teleconference (0.2); correspond with team on document review (0.1).	G Ramirez	3.70
25 February 2023	Review emails re: productions.	J Shore	0.30

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25 February 2023	Call with W&C core team to discuss review of document production (0.5); preparation of issue codes for production and emails re: same (0.7); review documents and internal emails re: same (2.1).	C West	3.30
25 February 2023	Call with litigation team re: document review (0.6); discuss issue coding with S. Kaul (0.3); review documents and team summaries of initial production from Debtors (1.1).	E Smith	2.00
25 February 2023	Research redemption issue re: FirTree complaint.	T Smith	2.10
25 February 2023	Call with C. West and E. Smith re: information requests and document review (0.5); review edits to first day declaration issues list from C. West (0.1); prepare issue categories for document review re: information requests to Debtors (0.6); conduct legal research re: ex parte discovery motions (0.8); prepare draft motion for order authorizing examination (2.3).	S Kaul	4.30
25 February 2023	Meet with W&C litigation team re: review of Debtors' production (1.0); review Debtors' document production and confer with W&C team re: same (6.1).	J Yoo	7.10
25 February 2023	Confer with W&C litigation team re: protocol for document review (0.5); review documents from Debtors' first production and catalog (4.5); search for precedent motions (0.7).	K Kuethman	5.70
25 February 2023	Revise notes from call re: regulatory requests (0.3); review first day filings and background materials (2.8); review, summarize, and circulate portions of document production (2.8).	G Ramirez	5.90
26 February 2023	Update chart re: investigation.	J Shore	0.20
26 February 2023	Review summary re: document production.	P Abelson	0.20
26 February 2023	Prepare for and participate in call re: regulatory issues (2.0); direct associate on research on regulatory issues (1.1); call with J. Cohen on approach (1.0).	T Stark	4.10
26 February 2023	Review of documents produced and internal emails re: regulatory issues (2.8); review draft 2004 motion (0.8); call with B. Geer re: documents reviewed and draft emails to W&C core team re: same (1.2).	C West	4.80
26 February 2023	Conduct legal research re: Rule 2004 motions (0.7); draft email to C. West re: same (0.3).	S Kaul	1.00
26 February 2023	Review Debtors' document production and confer with W&C team re: same.	J Yoo	0.30
26 February 2023	Review and tag documents from Debtors' production.	G Ramirez	2.10
26 February 2023	Review and revise memoranda re: cryptocurrency bankruptcies (3.2); conduct follow-up research re: same (1.6); review and revise memoranda re: cryptocurrency bankruptcies (1.5); conduct follow-up research re: same (0.9).	A Skipper	7.20

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27 February 2023	Review emails re: productions (0.5); review memoranda re: open litigation summaries (1.2).	J Shore	1.70
27 February 2023	Review outline re: investigation (0.2); conference with Willkie re: investigation (0.5); review Gemini master loan agreement (1.1).	P Abelson	1.80
27 February 2023	Review and revise associate drafts of bankruptcy proceeding background (1.0); review document requests (1.0); direct associate on background research (1.1).	T Stark	3.10
27 February 2023	Review of information re: regulatory/enforcement issues (1.0); call with Willkie Farr to discuss Gemini issues (0.5); draft emails re: same (0.3); review documents produced and preparation of notes re: Committee investigation (2.1).	C West	3.90
27 February 2023	Review documents from initial production (2.8); discuss discovery review process with S. Kaul, K. Kuethman, and J. Yoo (0.9).	E Smith	3.70
27 February 2023	Review Debtors' document production (2.4); analyze potential claims against Debtors' affiliates (1.1); update master claims investigation timeline (0.9).	S Kaul	4.40
27 February 2023	Review Debtors' document production and confer with W&C team re: same.	J Yoo	0.20
27 February 2023	Review first production of documents from Debtors and tag for issues.	K Kuethman	2.60
27 February 2023	Review first day declarations (0.8); coordinate with team on document review logistics (0.3); revise and circulate notes from conference call re: regulatory requests (1.1); conference with Debtors' counsel re: regulatory requests (0.3).	G Ramirez	2.50
27 February 2023	Review and revise memoranda re: cryptocurrency bankruptcies (2.2); conduct follow-up research re: same (1.2); review and revise memoranda re: cryptocurrency bankruptcies (2.5); conduct follow-up research re: same (0.5); review document production in Relativity (0.6); summarize first-round review of document types (0.2).	A Skipper	7.20
28 February 2023	Review materials re: class action issues.	J Shore	1.80
28 February 2023	Review email correspondence re: investigation.	P Abelson	0.10
28 February 2023	Review associate draft of background facts and provide comments on same.	T Stark	0.50
28 February 2023	Review complaint against Gemini emails to W&C core team re: same (0.8); review of materials in Digital Currency Group data room (0.5); call with E. Smith re: document productions (0.4); review of draft creditor complaint (1.0); preparation of notes re: Committee investigation and attention to legal research re: same (2.1); call with Debtors' re: Committee motions (0.4).	C West	5.20
28 February 2023	Call with litigation support team re: second production and review process (0.8); meet with S. Kaul, J. Yoo, K. Kuethman, and G. Ramirez to discuss discovery review and investigation updates	E Smith	5.60

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	(1.0); review filings in Gemini-related actions (1.8); review productions (2.0).		
28 February 2023	Review Digital Currency Group data room (0.5); review Debtors' data room (0.5); review document production summary (0.2); provide comments to BRG re: diligence tracker (0.3).	A Parra Criste	1.50
28 February 2023	Call with E. Smith re: additional document production by Debtors and document review protocol (0.2); draft document review protocol issues and example relevant documents (1.7); confer with E. Smith re: same (0.5); review document production (3.2); update master claims investigation timeline (1.0); conduct fact discovery re: Gemini Lender claims (1.5).	S Kaul	8.10
28 February 2023	Attend meeting with W&C team re: Debtors' document production (0.5); review Debtors' document production (3.9).	J Yoo	4.40
28 February 2023	Draft summary for C. West re: complaint filed (2.6); factual research re: podcast with Grayscale CEO (1.0); confer with E. Smith re: investigation status (0.5); attend W&C litigation team meeting re: investigation status (1.0); factual research re: Digital Currency Group loans (0.5); review second production from Debtors and corresponding metadata (2.0).	K Kuethman	7.60
28 February 2023	Review Gemini class action complaint (0.7); discuss document review tagging logistics and other investigation issues with litigation team (0.7); review correspondence re: pertinent investigation issue summaries (0.4); review term sheet (0.2); review various pertinent transactions and create summary of same (0.6); review background materials (0.5).	G Ramirez	3.10
28 February 2023	Review and revise memoranda re: cryptocurrency bankruptcies (3.5); conduct follow-up research re: same (0.7).	A Skipper	4.20
SUBTOTAL: Investigations			252.50

Professional Retention & Fees – Other

14 February 2023	Confer with HL re: engagement letter (0.1); confer with S. Ludovici re: Moelis retention (0.1); confer with S. Ludovici re: HL and BRG retention applications (0.1).	M Meises	0.30
14 February 2023	Comments on ordinary course professional and interim compensation procedures orders (0.3); email with G. Pesce re: HL retention (0.1); email to D. Hirshorn re: preparing shell for same (0.1); review and summarize Moelis retention application (0.9); email to M. Meises re: same (0.1); email to P. Abelson, A. Parra Criste, others re: Moelis retention (0.1); email to D. Hirshorn re: BRG shell (0.1); correspond with G. Pesce re: interim compensation procedures order (0.1); email with Cleary re: interim compensation procedures order (0.1); further correspond with M. Meises re: Moelis and W&C retentions (0.3).	S Ludovici	2.20
14 February 2023	Draft HL retention application for S. Ludovici.	D Hirshorn	1.80
15 February 2023	Confer with S. Ludovici re: interim compensation order (0.1); confer with S. Ludovici re: retention for BRG and HL (0.1).	M Meises	0.20

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
15 February 2023	Review documents from BRG (0.1); email with D. Hirshorn and with R. Rogan, A. Mitra re: retention applications (0.1).	S Ludovici	0.20
15 February 2023	Draft BRG retention application for S. Ludovici.	D Hirshorn	2.30
16 February 2023	Review investment banker compensation analysis.	P Abelson	0.20
16 February 2023	Review shell for BRG retention application.	S Ludovici	0.10
16 February 2023	Review and revise application re: BRG retention (2.6); email with A. Mitra re: BRG and HL retention applications drafts (0.9); email with S. Ludovici re: questions re: BRG and HL retention applications drafts (0.4).	R Rogan	3.90
16 February 2023	Review and revise motion re: retention of investment banker to Committee.	A Mitra	2.10
17 February 2023	Email to HL team re: HL retention application (0.1); email to BRG team re: BRG retention application (0.1); call with D. Cummings re: HL retention application (0.1); draft notes re: call (0.2); call with L. Lundy re: ordinary course professional order (0.1); email with M. Meises re: HL and BRG retention applications (0.1); call with BRG re: retention application (0.3); email to G. Pesce, P. Abelson, M. Meises and A. Parra Criste re: BRG and HL retentions (0.2); email to M. Perez re: review of investment banker engagement letter (0.1).	S Ludovici	1.30
17 February 2023	Call with S. Ludovici, A. Mitra, and BRG team re: BRG retention application.	R Rogan	0.30
17 February 2023	Review and revise motion re: retention of investment banker to Committee (0.8); correspondence with R. Rogan re: same (0.2).	A Mitra	1.00
19 February 2023	Email to M. Perez re: edits to HL engagement letter.	S Ludovici	0.10
21 February 2023	Confer with S. Ludovici re: HL and BRG retention applications.	M Meises	0.10
21 February 2023	Review M. Perez edits to HL engagement letter (0.3); email with L. Lundy re: certain order revisions (0.1); revise BRG retention application and send to BRG (0.4).	S Ludovici	0.80
21 February 2023	Review and revise HL engagement letter and retention application.	M Perez	2.60
22 February 2023	Review Moelis engagement letter (0.2); conference with Cleary re: same (0.3); draft email correspondence re: same (0.3).	P Abelson	0.80
22 February 2023	Confer with G. Pesce and P. Abelson re: Kroll retention (0.1); confer with S. Ludovici re: HL retention (0.1); call with Cleary re: Moelis retention (0.3).	M Meises	0.50
22 February 2023	Revise HL engagement letter and correspond with HL re: same (0.5); revise HL engagement letter (0.1); correspond with HL and with GP re: HL retention (0.2).	S Ludovici	0.80
22 February 2023	Review investment banker retention comparables (1.4); L Lundy	L Lundy	1.70

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	correspond with W&C team re: same (0.3).		
22 February 2023	Correspondence with L. Lundy re: Moelis retention application (0.2); review and analyze motions to retain investment bankers in recent chapter 11 cases re: fees in liquidations or chapter 7 conversions (0.5); review and analyze motions to retain investment bankers in crypto chapter 11 cases re: fees in liquidations or chapter 7 conversions (0.7); summarize and circulate to W&C team re: same (0.4).	R Beil	1.80
23 February 2023	Review and comment on engagement letter with Kroll, review statutory bases, and correspond with A. Parra Criste, P Abelson and others re: same.	S Ludovici	0.30
27 February 2023	Review and revise draft application re: retention of Kroll as noticing and information agent to Committee (1.1); email correspondence with S. Ludovici re: same (0.2); draft email to S. Ludovici, R. Rogan, and M. Perez re: Kroll retention application (0.2).	A Mitra	1.50
28 February 2023	Call with A. Parra Criste re: Kroll retention (0.3); call with A. Mitra re: research for Kroll retention (0.1); review research re: Kroll retention (0.2); revise Kroll retention application (0.5); review and comment on Kroll retention application (1.2); email with A. Mitra re: same (0.1).	S Ludovici	2.40
28 February 2023	Preparation of application re: retention of Kroll as noticing and information agent to Committee (0.7); review and revise draft application re: same (1.0); review engagement letter re: same (0.2); call with S. Ludovici re: same (0.3).	A Mitra	2.20
SUBTOTAL: Professional Retention & Fees – Other			31.50

Professional Retention & Fees – W&C

14 February 2023	Confer with S. Ludovici re: W&C retention application (0.1); confer with G. Pesce re: same (0.1).	M Meises	0.20
15 February 2023	Confer with S. Ludovici re: task codes (0.2); revise task codes (0.5); confer with G. Pesce re: task codes (0.1).	M Meises	0.80
15 February 2023	Comment on billing codes (0.4); email with M. Meises re: W&C retention (0.1); email with M. Meises re: task codes (0.1).	S Ludovici	0.60
20 February 2023	Emails to W&C team re: compliance with timekeeping guidelines.	M Meises	0.30
20 February 2023	Revise billing categories and email to M. Meises re: same.	S Ludovici	0.10
21 February 2023	Revise task codes (0.1); confer with S. Ludovici re: W&C retention application (0.1).	M Meises	0.20
21 February 2023	Revise party in interest list and send for connections search (0.3); emails with M Meises re: billing codes (0.1); email with M. Meises re: billing codes (0.1); email to W&C team re: billing codes (0.1); further emails with partners and staff re: billing codes (0.2); email with G. Pesce re: W&C retention app (0.1).	S Ludovici	0.90

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
22 February 2023	Revise W&C retention application.	S Ludovici	1.50
23 February 2023	Revise W&C connection disclosures (0.4); revise retention app (0.2).	S Ludovici	0.60
24 February 2023	Revise W&C retention app.	S Ludovici	0.10
SUBTOTAL: Professional Retention & Fees – W&C			5.30

Reports, Schedules & Statements

15 February 2023	Confer with T. Smith re: redaction motion.	M Meises	0.10
15 February 2023	Review and analyze motion to redact (1.1); review precedent redaction orders re: same (0.6); comment on order and draft diligence questions re: same (0.9); correspond with A. Parra Criste and M. Meises re: same (0.2).	T Smith	2.80
17 February 2023	Revise order re: motion to redact (0.3); review and analyze internal notes re: same (0.2).	T Smith	0.50
19 February 2023	Correspond with A. Mitra and M. Meises re: filing deadlines for retention applications.	M Haqqani	0.20
22 February 2023	Research and circulate hearing transcripts re: motions to redact or seal names of personally identifiable information and creditor matrix for T. Smith and M. Meises.	D Hirshorn	0.60
27 February 2023	Confer with J. VanLare re: redaction issues (0.6); review materials re: same (0.3).	G Pesce	0.90
27 February 2023	Review creditor matrix motion and redaction motion (0.2); call with Cleary re: same (0.4).	M Meises	0.60
27 February 2023	Telephone conference with Cleary, G. Pesce, and M. Meises re: redaction issue.	T Smith	0.40
28 February 2023	Review email correspondence re: privacy motion (0.1); review and respond to email correspondence re: schedules (0.1).	P Abelson	0.20
28 February 2023	Confer with P. Abelson re: redacting schedules (0.1); confer with A. Parra Criste re: same (0.1).	M Meises	0.20
28 February 2023	Correspond with M. Meises and A. Parra Criste re: redaction issue (0.2); review and analyze motion re: same (0.1).	T Smith	0.30
SUBTOTAL: Reports, Schedules & Statements			6.80

Taxes

14 February 2023	Review initial tax issues list.	D Dreier	0.40
14 February 2023	Review and analyze term sheet and related tax structuring considerations (1.0); draft tax issues list re: term sheet (1.5).	N Clausen	2.50

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
15 February 2023	Call with Phil Abelson re: term sheet (1.0); call with HL re: term sheet and general case facts (1.0); call with C. Diamond re: term sheet / summary (0.5); review term sheet (0.4).	D Dreier	2.90
15 February 2023	Review and analyze term sheet and related tax structuring considerations (0.6); discussion with S. Fryman, D. Dreier, and P. Abelson re: term sheet (1.1); conference call with W&C, BRG, and HL teams re: term sheet and related tax structuring considerations (1.1); conference call with C. Diamond, L. Kathrine Mann, A. Cieply, D. Dreier, S. Fryman, and S. Forjuoh re: same (0.4).	N Clausen	3.20
16 February 2023	Review and analyze term sheet and related tax structuring considerations.	N Clausen	0.40
17 February 2023	Call with W&C team re: term sheet (0.8); call with HL re: term sheet (0.7); call with Cleary re: term sheet (0.7); call with Scott Fryman and Phil Abelson re: term sheet (0.7); reviewing term sheet / list of tax items (0.6).	D Dreier	3.50
17 February 2023	Conference with BRG and HL re: tax issues (0.5); conference with Cleary, HL, and BRG re: same (0.8); conference with B. Geer re: same (0.1); conference with S. O'Neal (Cleary) re: same (0.1); conference with W&C tax team re: same (0.2).	P Abelson	1.70
17 February 2023	Tax call with HL (1.0); tax call with Cleary (1.0); related tax analysis on relevant creditor considerations re: proposed plan (2.5).	S Fryman	4.50
17 February 2023	Confer with W&C tax team re: tax issue with term sheet.	A Parra Criste	0.40
17 February 2023	Review and analyze HL discussion materials and related issues list re: term sheet (0.7); draft tax issues list re: term sheet (4.1); conference call with W&C, HL, and BRG teams to discuss tax structuring considerations and term sheet (1.2); conference call with W&C, Cleary, HL, and BRG teams re: same (0.7); discuss tax issues list with S. Fryman, D. Dreier, and I. Har-El (1.1).	N Clausen	7.80
17 February 2023	Review bankruptcy filings and related documents re: transaction background and potential restructuring-related tax considerations (1.4); call with S. Fryman, B. Geer, G. Koutouras and other W&C tax attorneys, as well as HL colleagues re: tax attributes of Debtors and tax issues relating to potential consideration to be received as part of restructuring (1.2); call with W&C tax attorneys, Cleary tax attorneys, and HL re: tax attributes of Debtors and tax issues relating to potential consideration to be received as part of restructuring (0.7); call with W&C tax re: open tax questions in light of initial responses from Cleary tax (1.1).	I Har-El	4.40
17 February 2023	Conference call with W&C and Cleary re: tax considerations.	B Lingle	0.60
18 February 2023	Review and revise draft tax issues list based on term sheet analysis.	D Dreier	0.70
18 February 2023	Call with Proskauer tax re: tax analysis of term sheet (0.8); revised issues list (1.5); analysis re: tax considerations of proposed plan (1.2).	S Fryman	3.50
18 February 2023	Draft tax issues list re: term sheet.	N Clausen	1.80

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18 February 2023	Correspond with W&C and Proskauer tax re: scheduling call between W&C tax and Proskauer tax re: tax attributes of Debtors and tax issues relating to potential consideration to be received as part of restructuring (0.1); review Genesis intro deck in data room re: nature of company's business and overview of financials (0.4).	I Har-El	0.50
19 February 2023	Call with Proskauer tax group re: open tax items (0.8); call with S. Fryman re: summary of tax items (0.7); review summary of tax items (0.5); research re: installment sale analysis (0.5).	D Dreier	2.50
19 February 2023	Conference with Proskauer, HL, and BRG re: tax.	P Abelson	0.90
19 February 2023	Draft tax issues list re: term sheet (0.8); attend conference call with W&C, Proskauer, and BRG teams re: tax structuring considerations and term sheet to draft summary of call (1.4); review and analyze potential claims re: tax sharing agreement (1.9).	N Clausen	4.10
19 February 2023	Correspond with S. Fryman re: researching whether tax benefits to Digital Currency Group attributable to Debtors should be for Debtors' account and from N. Clausen re: summary of call with Proskauer tax (0.2); continue review of bankruptcy filings re: size and nature of amounts owed by Debtors (1.1).	I Har-El	1.30
20 February 2023	Legal research re: potential installment sale treatment.	D Dreier	0.60
20 February 2023	Provide tax comments to BRG and Committee presentation deck.	S Fryman	0.50
20 February 2023	Review and analyze tax structuring considerations re: New Second Lien Facility (3.9); conference call with S. Fryman, I. Har-El, G. Koutouras, and E. Hengel to discuss tax structuring considerations (0.5).	N Clausen	4.40
20 February 2023	Correspond with E. Hegel (BRG) and S. Fryman re: alignment between W&C and BRG on tax questions (0.1); correspond with N. Clausen and S. Fryman re: application of installment method for tax purposes to potential consideration to be received by Committee (0.2); call with G. Koutouras (BRG) and W&C tax team re: alignment on open tax-related questions (0.4).	I Har-El	0.70
21 February 2023	Review summary of tax issues (0.3); review term sheet analysis (0.4); correspondence with S. Fryman re: tax issues (0.2).	D Dreier	0.90
21 February 2023	Conference with S. Fryman re: tax issues.	P Abelson	0.30
21 February 2023	Provided tax comments to Committee deck and BRG deck.	S Fryman	0.80
21 February 2023	Review and analyze tax authorities re: securities lending transactions.	N Clausen	1.40
22 February 2023	Review email correspondence re: tax issues.	P Abelson	0.20
22 February 2023	Analysis of tax considerations of loan holders and correspondence with Debtors' counsel re: same (1.0); call with Proskauer tax re: tax considerations of proposed plan (0.5).	S Fryman	1.50

Official Committee of Unsecured Creditors of Genesis Holding
RE: Bankruptcy Advice

OUR REF: 1902175-0002

DATE	DESCRIPTION	TIMEKEEPER	HOURS
22 February 2023	Conference call with W&C, HL, BRG, and Proskauer tax teams re: term sheet and tax structuring considerations.	N Clausen	0.50
22 February 2023	Review IRS guidance and rulings re: treatment of cryptocurrency for tax purposes (1.0); review restructuring term sheet re: existing capital structure of Debtors and agreed-upon restructuring principles (0.7); call with M. Hamilton (Proskauer tax), G. Koutouras (BRG) and W&C tax team re: potential tax consequences of debt and preferred stock to be issued re: restructuring (0.4); further analyze questions raised on same (0.2).	I Har-El	2.30
23 February 2023	Call with HL re: term sheet and tax issues.	D Dreier	0.70
23 February 2023	Review restructuring term sheet re: existing capital structure of Debtors and agreed-upon restructuring principles.	I Har-El	0.50
24 February 2023	Reviewing and provide comments on Committee summary (0.6); call with HL re: material tax items (0.7).	D Dreier	1.30
24 February 2023	Conference with HL, BRG, and W&C re: tax issues.	P Abelson	0.90
24 February 2023	Call with HL re: tax issues (1.0); draft issues list and tax analysis re: same (1.5); internal call with W&C team re: term sheet (0.5).	S Fryman	3.00
24 February 2023	Confer with S. Fryman and P. Abelson re: tax issues (0.6); review materials re: same (0.3).	G Pesce	0.90
24 February 2023	Conference call with W&C, HL, and BRG tax teams re: term sheet and tax structuring considerations (1.1); discuss summary of updated tax findings with W&C team (0.2).	N Clausen	1.30
24 February 2023	Correspond with N. Clausen and S. Fryman re: tax catch-up call with HL and BRG, and draft summary of same (0.3); call with B. Geer (HL), G. Koutouras (BRG), S. Fryman (W&C tax), and other members of W&C tax, HL, and BRG re: current view on tax issues and potential solutions (1.0).	I Har-El	1.30
25 February 2023	Review tax summary issues (0.7); review email correspondence re: tax issues (0.1); review draft tax issues tracker (0.2).	P Abelson	1.00
25 February 2023	Review HL discussion materials, tax sharing agreement, and data room documents re: intercompany obligations, obligations to third parties, tax filings, and creditor recovery scenarios (1.5); legal research re: tax treatment of crypto loans, possible tax-deferred exchanges, and potential application of installment method (1.2); review N. Clausen's and S. Fryman's initial comments re: foregoing tax questions (0.7).	I Har-El	3.40
26 February 2023	Review and analyze email correspondence re: tax structuring considerations and related issues list and tax due diligence process.	N Clausen	0.40
26 February 2023	Legal research re: installment method application to Tranches 1 and 2 of New Second Lien Facility and other potential arguments for tax deferral (2.0); review analyses from N. Clausen and S. Fryman (both W&C tax) re: same (1.3); review S. Fryman's and G.	I Har-El	4.50

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DATE	DESCRIPTION	TIMEKEEPER	HOURS
	Koutouras's memoranda re: tax issues and proposed actions, as well as B. Geer's proposed tax work stream tracker (0.7); draft edits to work stream tracker (0.5).		
27 February 2023	Correspondence with Committee advisors re: tax structure / analysis.	D Dreier	0.40
27 February 2023	Review and draft email correspondence re: tax issues.	P Abelson	0.20
27 February 2023	Review and analyze email correspondence re: tax structuring considerations (0.4); review and analyze tax structuring considerations and discuss with W&C team (0.4).	N Clausen	0.80
28 February 2023	Call with HL re: open tax items (0.7); call with S. Fryman and N. Clausen re: same (0.4).	D Dreier	1.10
28 February 2023	Conference with S. Fryman re: tax issues (0.5); conference with HL and BRG re: same (0.7).	P Abelson	1.20
28 February 2023	Analysis of open tax issues and recommendations to term sheet (2.0); call with HL re: same (0.5).	S Fryman	2.50
28 February 2023	Review and analyze email correspondence re: tax structuring considerations (0.2); conference call with W&C, HL, and BRG teams re: tax structuring considerations (0.7); confer with S. Fryman and D. Dreier re: tax structuring considerations (0.6).	N Clausen	1.50
28 February 2023	Confer with B. Lingle re: Plan term sheet tax issues (0.3); preliminary research tax issues re: Plan Term sheet (2.0).	M Perez	2.30
SUBTOTAL: Taxes			90.90

US Trustee Issues

14 February 2023	Call with US Trustee re: first day pleadings.	M Meises	0.30
SUBTOTAL: US Trustee Issues			0.30
TOTAL			1,118.40

Exhibit D

Expense Summary & Detail

Description	Amount
E-Discovery Data Hosting / Storage	\$14.00
Deposition Transcripts	\$94.80
E-Discovery User Fees	\$75.00
Express Mail	\$43.90
Court Costs	\$200.00
Grand Total	\$427.70

Work Date	Name	English Narrative	Cost Description	Amt
2/27/2023	Hirshorn, Deanna	Court costs - Application for Pro Hac Vice Admission for Gregory Pesce - US Bankruptcy Court Southern District of New York. - 10-Feb-23	Court Costs	\$200.00
2/28/2023	Hirshorn, Deanna	Witness: Genesis - Certified Transcript	Deposition Transcripts	\$94.80
2/28/2023	Hirshorn, Deanna	Delivery Services: 02/21/2023 - FROM Deanna Hirshorn White & Case LLP 1221 Avenue of Americas New York NY 10020 TO US Bankruptcy Court White Plains, NY	Express Mail	\$21.95
2/28/2023	Hirshorn, Deanna	Delivery Services: 02/21/2023 - FROM Deanna Hirshorn White & Case LLP 1221 Avenue of Americas New York NY 10020 TO Derar Islim, Genesis Global Holdco, LLC 5th Floor New York, NY	Express Mail	\$21.95
2/1/2023	Sullivan, Janet	E-Discovery Data Hosting / Storage	E-Discovery Data Hosting / Storage	\$14.00
2/1/2023	Sullivan, Janet	E-Discovery User Fees	E-Discovery User Fees	\$75.00
				\$427.70